

ARTICLES OF INCORPORATION OF
NEWNAN PRESBYTERIAN CHURCH, INC.

ARTICLE I

The name of the Corporation is "NEWNAN PRESBYTERIAN CHURCH, INC."

ARTICLE II

The Corporation is organized pursuant to the provisions of the Georgia Nonprofit Corporation Code.

ARTICLE III

The Corporation shall have perpetual duration.

ARTICLE IV

The purposes for which the Corporation is organized are the proclamation of the Gospel for the salvation of humankind; the shelter, nurture and spiritual fellowship of the children of God; the maintenance of divine worship; the preservation of the truth; the promotion of social righteousness; the exhibition of the Kingdom of Heaven to the world; and to be a church institution which is a member of the Presbytery of Atlanta of the Presbyterian Church (U.S.A.), or any successor Presbytery thereof.

ARTICLE V

No part of the net receipts or earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene, (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office.

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ARTICLE VI

The Corporation formed hereby shall have all of the powers conferred unto it by the Georgia Nonprofit Corporation Code which are necessary, incidental, or convenient to the purposes and objects of the Corporation as herein stated, including, but not limited to the powers to administer the affairs of the Corporation; to receive, hold, encumber, manage, and transfer property, real or personal; to accept and execute deeds of title to such property; to hold and defend title to such property; and to manage funds for the furtherance of the purposes of the Church. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VII

The Board of Trustees of the Corporation, which shall consist of the Elders in active service of the Church, shall constitute the Board of Directors of the Corporation and shall be elected and serve as provided in the Bylaws of the Corporation. The number of Trustees constituting the initial Board of Trustees shall be twelve (12), and the names and addresses of such Trustees are as follows:

Mr. Robert W. Coggin	108 LaGrange Street, Newnan, Georgia 30263
Dr. Boyce Thomas	114 Woodbine Circle Newnan, Georgia 30263
Mr. Phil Vincent	9 Club Drive Newnan, Georgia 30263
Mr. J. B. Williams	27 Alpine Drive Newnan, Georgia 30263
Mr. Arnold J. Bowers	50 Lundy Street Newnan, Georgia 30263
Mr. Jack T. Camp	10 Brown Street Newnan, Georgia 30263
Mr. Fritz Orr, Jr.	20 Brookside Drive Newnan, Georgia 30263

Mr. Thomas M. Payne	478 Holbrook Road Newnan, Georgia 30263
Miss Sally Bowen	125 LaGrange Street Newnan, Georgia 30263
Mr. Robert G. Cross	76 College Street Newnan, Georgia 30263
Mr. W. E. Kohen	55 Lakeside Drive Newnan, Georgia 30263
Mr. Charles S. Stone	4208 S. Highway 29 Moreland, Georgia 30259

ARTICLE VIII

The Corporation shall have members consisting of the "active members" of NEWMAN PRESBYTERIAN CHURCH, INC., as defined in the Book of Order of the Presbyterian Church (U.S.A.), as the same now exists or may hereafter from time to time be amended.

ARTICLE IX

Bylaws of the Corporation formed hereby shall be adopted by a majority of the Trustees and may be amended only as provided therein, provided that such Bylaws and amendments shall not conflict with the provisions of these Articles of Incorporation nor with the Book of Order of the Presbyterian Church (U.S.A.), as the same now exists or may hereafter from time to time be amended.

ARTICLE X

These Articles of Incorporation may be amended by a vote of a majority of the Members of the Corporation formed hereby at any annual or regular meeting or at a special meeting called for that purpose.

ARTICLE XI

Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation, exclusively for the purposes of the Corporation or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States

State of Georgia



OFFICE OF SECRETARY OF STATE

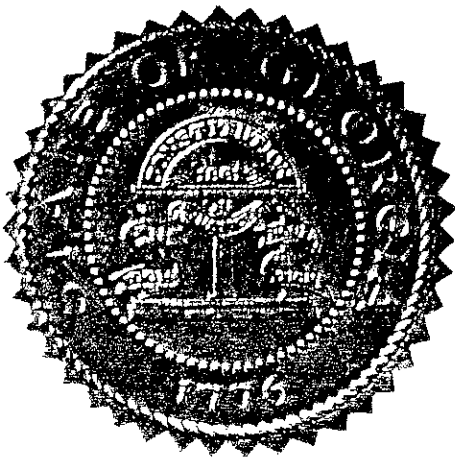
I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"NEWNAN PRESBYTERIAN CHURCH, INC. "

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.



In TESTIMONY WHEREOF, I have hereunto set my hand and affixed
the seal of my office, at the Capitol; in the City of Atlanta, this
20th day of June, in the year of our Lord
One Thousand Nine Hundred and Eighty ^{FIVE} and
of the Independence of the United States of America the Two
Hundred and Nine.

Max Cleland

SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

CONSENT TO APPOINTMENT AS REGISTERED AGENT

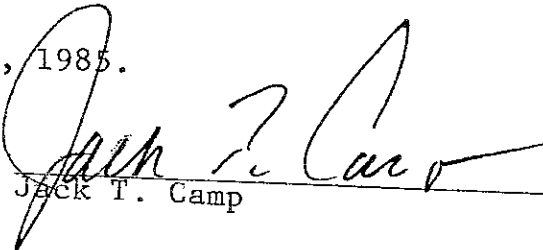
Honorable Max Cleland
Secretary of State
Ex-Officio Corporation Commissioner
Room 306, West Tower
2 Martin Luther King, Jr., Drive
Atlanta, Georgia 30334

Dear Sir:

I, JACK T. CAMP, do hereby consent to serve as Registered Agent
for the below-named corporation:

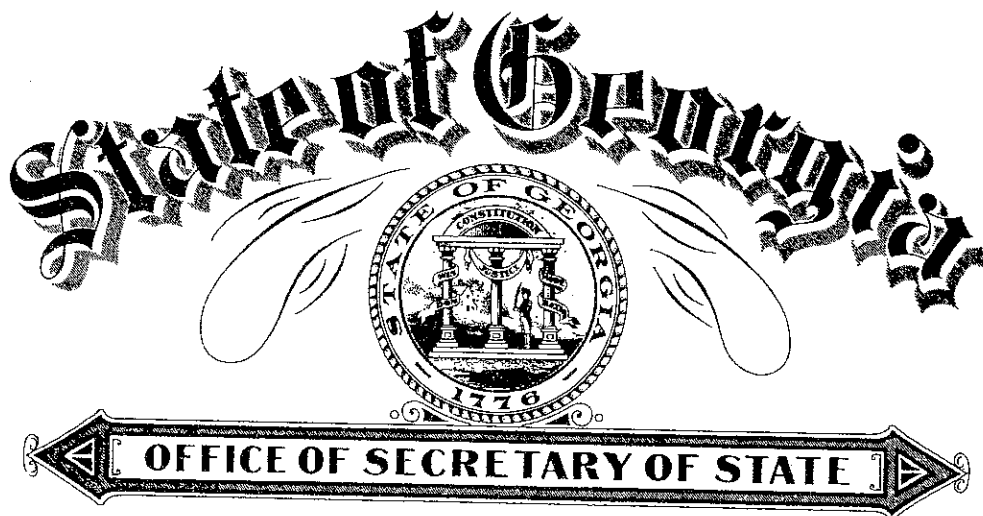
NEWNAN PRESBYTERIAN CHURCH, INC.

This the 20 day of June, 1985.



Jack T. Camp

Jack T. Camp
38 Greenville Street
Newnan, Georgia 30263



I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that

"NEWMAN PRESBYTERIAN CHURCH, INC."

has been duly incorporated under the laws of the State of Georgia on the 24th day of June, 19 85, by the filing of articles of incorporation in the office of the Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 24th day of June in the year of our Lord One Thousand Nine Hundred and Eighty Five and of the Independence of the United States of America the Two Hundred and Nine.

Max Cleland

SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

