

# Commonwealth of Virginia



## STATE CORPORATION COMMISSION

*Richmond, March 20, 2014*

*This is to certify that the certificate of incorporation of*

**Canvas Church of Winchester**

*was this day issued and admitted to record in this office and that the said corporation is authorized to transact its business subject to all Virginia laws applicable to the corporation and its business. Effective date: March 20, 2014*



*State Corporation Commission*

*Attest:*

*Joel H. Beck*  
Clerk of the Commission

# ARTICLES OF INCORPORATION OF A VIRGINIA NONSTOCK CORPORATION

The undersigned, pursuant to Chapter 10 of Title 13.1 of the Code of Virginia, states as follows:

## ARTICLE 1

### NAME

The name of this corporation is: **Canvas Church of Winchester.**

## ARTICLE 2

### PURPOSE

This corporation is a RELIGIOUS CORPORATION and is not organized for the private gain of any person. It is organized under the Virginia Nonstock Corporation Act exclusively for religious purposes.

The purpose for which this organization is formed is to glorify God by forming a local congregation of the church of Christ, which will carry out the great commission of the Lord Jesus Christ as revealed in the New Testament of the Word of God (Matthew 28:18-20 and Mark 16:15-16). This congregation will provide opportunity for Christian people to continue steadfastly in the apostles' teaching, fellowship, breaking of bread and prayers (Acts 2:42), and prepare them for works of service (Ephesians 4:12).

The church is being incorporated in the Commonwealth of **Virginia** for legal purposes, but said incorporation shall in no way interfere with the spiritual organization of the local church as given in the New Testament.

## ARTICLE 3

### MEMBERS

The corporation shall have no members.

## ARTICLE 4

### SUCCESSION OF DIRECTORS

The directors shall elect their successors.

## **ARTICLE 5**

### **REGISTERED AGENT**

- A. The name of the corporation's initial registered agent is **Kevin Enns**.
- B. The initial registered agent is an individual who is a resident of Virginia and an initial director of the corporation.

## **ARTICLE 6**

### **REGISTERED OFFICE**

- A. The corporation's initial registered office address, including the street and number, which is identical to the business office of the initial registered agent, is:

**114 Ruebuck Ln  
Clear Brook, VA 22624**

- B. The registered office is located in the county of Frederick.

## **ARTICLE 7**

### **INITIAL INCORPORATORS**

The initial directors are:

Brandan Thomas	662 N Loudon St, Winchester, VA 22601
Charles Asbury	78 McGill Ct, Gerrardstown, WV 25420
Aaron Andrews	370 Atwood Dr, Gerrardstown, WV 25420
Kevin Enns	114 Ruebuck Ln, Clear Brook, VA 22624

## **ARTICLE 8**

### **IRC 501(c)(3) TAX EXEMPTION PROVISIONS**

- A. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation [except as otherwise provided by Section 501(h) of the Internal Revenue Code], and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provisions of these Articles, this corporation shall not carry on any 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, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

- B. The property of this corporation is irrevocably dedicated to religious purposes and no part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors or 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 of this corporation.

## **ARTICLE 9**

### **DISTRIBUTION UPON DISSOLUTION**

On the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining corporate assets shall be distributed to Stadia: New Church Strategies, a California corporation that is exempt from taxation under Section 501(c)(3) of the Internal Revenue Code. In the event that Stadia: New Church Strategies is not in existence or is not a qualified distributee or is unwilling or unable to accept the distribution, the remaining corporate assets shall be distributed to Provision Ministries, a California corporation that is exempt from taxation under Section 501(c)(3) of the Internal Revenue Code. In the event that both Stadia: New Church Strategies and Provision Ministries are not in existence or are not qualified distributees or are unwilling or unable to accept the distribution, the Church Board shall distribute the remaining corporate assets to another Christian Church (or churches) operated for purposes similar to that set forth in Article 2 or a fund, foundation or organization organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code.

Executed on \_\_\_\_\_ .

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**Brandan Thomas**, Incorporator

662 N Loudon St, Winchester, VA 22601