

ARTICLES OF INCORPORATION

OF

LUTHERIDGE/LUTHEROCK MINISTRIES, INC.

I, the undersigned, of full age, for the purpose of forming a corporation under and pursuant to the provisions of the North Carolina Non-Profit Corporation Act, General Statutes of North Carolina, Chapter 55A, and laws amendatory thereof and supplementary thereto, do hereby form a body corporate and adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be LUTHERIDGE/LUTHEROCK MINISTRIES, INC. APPROVED AND ADOPTED

ARTICLE II

The period of duration of this corporation shall be perpetual. APPROVED AND ADOPTED

ARTICLE III

A. This corporation is organized and shall be operated exclusively for religious purposes and, specifically, to provide and maintain ways and means through which the Gospel of Jesus Christ can be taught and experienced. In furtherance of these purposes, the corporation shall establish, promote and maintain outdoor ministries in the camping/conference center setting (Lutheridge), the wilderness setting (Lutherock), and such other properties as may be acquired and/or leased by the corporation.

Within the framework and limitations of these purposes, this corporation is organized and shall be operated exclusively for religious purposes and shall have such powers as are consistent with the foregoing purposes, including the power to acquire and receive funds and property of every kind and nature whatsoever, whether by purchase, conveyance, lease, gift, grant, bequest, legacy, or otherwise, and to own, hold, expend, make gifts, grants, and contributions of, and to convey, transfer, and dispose of any funds and property and the income therefrom for the furtherance of the purposes of this corporation hereinabove set forth, or any of them, and to lease, mortgage, encumber, and use the same, and such other powers which are consistent with the foregoing purposes and which are afforded to this corporation by the North Carolina Non-Profit Corporation Act, and by any future laws amendatory thereof and supplementary thereto.

B. In furtherance of its purposes, and to the extent necessary to carry out such purposes, this corporation

1. Shall have all the powers given to and possessed by a North Carolina corporation organized under the North Carolina Non-Profit Corporation Act.
2. May engage in any lawful activity within the purposes for which this corporation may be organized which are incidental to and in furtherance of the exempt purposes of the corporation.

C. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as set forth in these Articles.

D. The purposes for which the Lutheridge/Lutherock Ministries, Inc. is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

E. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of

any candidate for public office. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE IV

This corporation shall have no members.

ARTICLE V

The Board of Directors of this corporation shall be known and designated as the Board of Trustees. The number and method of election of the Board of Trustees shall be set out in the bylaws of the corporation. The initial number of Trustees shall be ten and they shall be:

Name	Address
The Rev. Paulwyn Boliek	825 Greene Street Augusta, GA 30901
The Rev. Marion W. Clark	415 S. Pine Street Spartanburg, SC 29302
Byron Greiner	2646 Farmlake Lane Fort Mill, SC 29715
The Rev. Bill Mims	400 N. Main Street Newton, NC 28658
Brenda Price	1958 Nazareth Road Lexington, SC 29072
Dr. Neal Shealy	Bill White Road Crossnore, NC 28616
The Rev. Dr. James S. Aull	1003 Richland Street Columbia, SC 29202
The Rev. Lavern G. Franzen	3838 W. Cypress Street Tampa, FL 33607
The Rev. Dr. Michael C. D. McDaniel	1988 Lutheran Synod Drive Salisbury, NC 28144
The Rev. Dr. Harold C. Skillrud	756 West Peachtree St. N.W. Atlanta, GA 30308

ARTICLE VI

The address of the initial registered office of the corporation in North Carolina is 2511 Hendersonville Road, Arden, North Carolina 28704, and the *Sumner Co.* name of the initial registered agent at such address is Robert L. Troutman.

ARTICLE VII

In the event of dissolution, the residual assets of this corporation will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State or local government for exclusive public purpose.

If the Florida, North Carolina, South Carolina and Southeastern Synods of the Evangelical Lutheran Church in America qualify under the provisions of the foregoing paragraph, then any surplus property remaining after the payment of its debts shall be disposed of by transfer to such synods in proportion to their representation on the Board of Trustees of this corporation at the time of its dissolution, to be used for one or more of the purposes of the corporation.

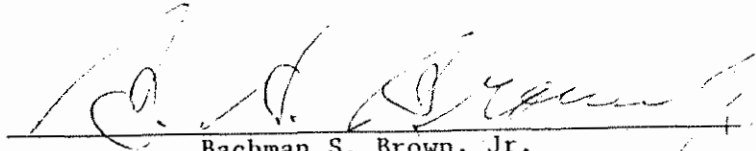
ARTICLE VIII

The name and address of the incorporator are:

Bachman S. Brown, Jr.

1636 Eastwood Drive
Kannapolis, N.C. 28083

IN WITNESS WHEREOF, I have hereunto set my hand, this the 29th day of August, 1990.



Bachman S. Brown, Jr.
Incorporator

STATE OF NORTH CAROLINA
COUNTY OF Rowan

On the 29th day of August, 1990, before me, a notary public, personally appeared Bachman S. Brown, Jr., to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged that he executed the same for the uses and purposes therein expressed.



Notary Public (Seal)

My commission expires: 12-14-90