

The Synod of the Covenant
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
THE SYNOD OF THE COVENANT, PRESBYTERIAN CHURCH (U.S.A.)
As approved April 27-29, 1994 (p.10) and amended May 15-16 2003

FIRST: The name of said Corporation shall be the Synod of the Covenant, Presbyterian Church (U.S.A.) (hereafter the "Corporation").

SECOND: The place in Ohio where the principal office of the Corporation is to be located is in the City of Maumee, County of Lucas.

THIRD: The purposes for which the Corporation is formed are exclusively for charitable and educational purposes within the meaning of Section 501 (c) (3) of the Current Internal Revenue Code as amended (or corresponding provisions of any future United States Internal Revenue law) (the "Code"), including: (1) to engage in all of the activities of a regional synod within the structures and meanings of the Presbyterian Church (U.S.A.) as a successor to the former Synods of Michigan and Ohio; its voting members to be those commissioners elected according to the Constitution of the Presbyterian Church (U.S.A.) by those presbyteries of the Presbyterian Church (U.S.A.) whose geographic districts are located primarily within the states of Michigan and Ohio, but also have churches in Indiana, Kentucky and Wisconsin; (2) to engage in all ecclesiastical functions and activities of the Presbyterian Church (U.S.A.) including but not limited to worship services, educational activities and related institutions, health and welfare services, services to the aged, and infirm, printing and publishing materials, all of which activities may be done under such rules, bylaws and regulations as the Corporation may adopt from time to time; (3) to buy, sell, lease, hold, mortgage or encumber and otherwise deal in real estate and personal property; and (4) to do all things necessary or incidental to carry out the above purposes.

FOURTH: The Corporation is formed exclusively for purposes under which a corporation may be formed under the Ohio Nonprofit Corporation Law and not for pecuniary profit or financial gain. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its trustees, officers, other private persons or organizations 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 the Article THIRD hereof. The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish, foster or attain any such purposes. No substantial part of the activities of the Corporation shall involve the carrying on of propaganda or otherwise attempting to influence legislation (except to the extent provided in Code Section 501 (h)), and the Corporation shall not participate 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 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 as an organization described in Code Section 501 (c) (3) or (b) by a corporation, contributions to which are deductible under Code Sections 170 (c), 2055 (a) and 2522 (a), or (c) by a corporation not a private foundation under Code Section 509 (a).

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FIFTH: Upon dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively to the existing presbyteries within the last-known boundaries of The Synod of the Covenant, or its successor, with distribution to be made on a per capita basis.

SIXTH: These amended and restated articles supersede the articles of the Corporation existing at the effective date of these amended and restated articles.