

**ARTICLES OF AMENDMENT
OF
PERRY HALL BAPTIST CHURCH, INC.
(a Religious Corporation)**

THE UNDERSIGNED, Justin Meistering, Paul Hine, James A. Barbour, Charles Kelly, James Franc III, Joel White, Matthew Denny, Joshua Overholt, and Matthew Meistering, being all of the Trustees of Perry Hall Baptist Church, Inc., a Maryland religious corporation, do hereby certify under oath:

1. That Perry Hall Baptist Church, Inc., pursuant to §5-308 & §5-309 of the Corporations & Associations Article of the Ann. Code of Maryland, hereby adopts and files these Articles of Amendment.
2. That the charter of Perry Hall Baptist Church, Inc. as set forth in its Articles of Incorporation, dated February 24, 1960, as amended on or about December 24, 2015, is hereby amended and restated in its entirety on **<month>, <day>, 2024**.
3. Each charter amendment contained herein has been effected in conformity with §5-308 of the Corporations & Associations Article of the Ann. Code of Maryland, and such charter amendments of the Articles of Amendment were duly advised by the Trustees of the religious corporation and approved by the affirmative vote of a majority of the Trustee members entitled to vote, and Trustees hereby acknowledge, in the name and on behalf of said corporation, the foregoing amendments to be the corporate act of said corporation.

ARTICLE ONE: Plan

A. The name of the religious corporation is **PERRY HALL BAPTIST CHURCH, INC.**

B. The religious corporation is formed for the purpose of establishing a place of worship and assisting the church in the taking, holding, conveying, and managing of physical assets of the church whether real or personal, legal or equitable, or present or future interest. The corporation shall have the power to acquire and receive funds and property of every kind, whether by purchase, conveyance, lease, gift, grant, bequest, legacy, devise, 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 the church herein above set forth, and to lease, mortgage, encumber, and use the same, and such other powers which are consistent with the foregoing purposes but subject to the limitations imposed upon the corporation in ARTICLE THREE of these articles.

C. There shall be chosen from among the members of the church not less than five (5) qualified persons to serve as Trustees of the corporation. The current Trustees are:

Justin Meistering
Paul Hine

James A. Barbour
Charles Kelly
James Franc III
Joel White
Matthew Denny
Joshua Overholt
Matthew Meistering

A Trustee shall serve until a successor is appointed. Trustees shall be appointed by majority vote of the Elders of the church from among active church members and may consider input from the current members of the Board of Trustees. The Elders by majority vote may remove a Trustee without assigning any cause.

D. The religious corporation shall have no members. All voting rights reside in the Board of Trustees and wherever the term “member” is used pursuant to §5-101 *et seq*, Corporations & Associations Article of the Annotated Code of Maryland, such term shall refer to Trustee as if such term was replaced by the term “Trustee.”

ARTICLE TWO: Address

The address of the principal place of worship of the church is 3919 Schroeder Avenue, Perry Hall, MD 21128. The address for church correspondence is 3919 Schroeder Avenue, Perry Hall, MD 21128.

ARTICLE THREE: Use of Property

A. The utilization of the physical assets of the church held by the corporation shall be restricted to the sole benefit, use, and enjoyment of the church and shall not be distributed among any of its members upon dissolution, but shall be distributed to other religious societies or corporations in accordance with a resolution adopted by a majority of the Trustees.

B. The Trustees shall not have the power to sell, convey, mortgage, or otherwise alienate the real property, fixtures, and improvements thereon of the church except upon resolution adopted by a majority of Trustees.

C. The religious corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes as the making of distributions to organizations that qualify as exempt organizations under 501(c)(3) purposes. No part of the net income or net earnings of this corporation shall inure to the benefit of any member or individual.

No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to directly 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, 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 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue law); or (b) by a corporation, contributions to which are deductible under 170(c)(2) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal revenue law).

Upon 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 the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious, or scientific purposes as at the time shall qualify as an exempt organization(s) under 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any United States Internal Revenue law), as the Board of Trustees shall determine.

However, if the named recipient is not then in existence or no longer qualified as distributee, or unwilling or unable to accept the distribution, then the assets of this corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue law.)

ARTICLE FOUR: No Personal Liability

Members and Trustees of this corporation shall not be personally liable for the payment of any debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members be subject to the payments of the debts or obligations of this corporation to any extent whatsoever.

ARTICLE FIVE: No Stock

This corporation shall have no capital stock and shall have no authority to issue capital stock.

ARTICLE SIX: Amending of Articles

Any amendment to these Articles of Incorporation, except as otherwise provided by law, must be approved by affirmative vote of three-fourths (3/4) of ballots cast by members of Perry Hall Baptist Church at a properly called meeting. Prior to conducting a meeting to cast ballots to amend these Articles, all proposed amendments shall first be presented to the members of Perry Hall Baptist Church at a separate and properly called meeting of the members.

ARTICLES SEVEN: Perpetual Duration

The period of duration of corporate existence of this corporation shall be perpetual.

ARTICLE EIGHT: Resident Agent

The resident agent of the corporation and the church shall be Justin Robert Meistering at 3919 Schroeder Avenue, Perry Hall, MD 21128.

I hereby consent to my designation in this document as resident agent in Maryland for this corporation.

Justin Robert Meistering

IN WITNESS WHEREOF, we Trustees have signed these Articles of Amendment, acknowledging the same to be our act.

Justin Meistering

Paul Hine

James A. Barbour

Charles Kelly

James Franc III

Joel White

Matthew Denny

Joshua Overholt

Matthew Meistering

THE UNDERSIGNED, secretary of the meeting of members, certifies to the best of my knowledge, information and belief, that the matters and facts set forth herein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

James Franc III, secretary