

ARTICLES OF ORGANIZATION OF HIDDEN TREASURE CHRISTIAN SCHOOL

ARTICLE I. NAME

The name of the organization is:

Hidden Treasure Christian School

ARTICLE II. PURPOSES

Hidden Treasure Christian School (the "organization") is organized as a ministry of Faith Baptist Church of Greenville Taylors, South Carolina (the "Church") exclusively for religious, charitable, scientific, literary, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law), including the operation of an elementary and secondary school for the mentally and physically handicapped **those identified along the special education continuum** which will conform its educational program to and will advance the precepts of the Bible and the Christian religion, and the making of distributions to or for the use of organizations exempt at the time under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law).

ARTICLE III. CREED

The following creed appears in Article One of the Constitution of the Church, and is adopted by the organization for all purposes. Each teacher, staff member, Pastoral staff member, **committee** member ~~Advisory Board Member, Cooperating Board Member,~~ or other person employed by or associated with the organization shall testify to their agreement with the creed and ~~may be asked~~ **will be required** to sign a statement to that effect:

This congregation accepts the Bible as its absolute authority in matters of faith and practice. We believe in the verbal, plenary inspiration of Scripture; in one God eternally existing in three Persons; in the creation of all things, including man, as the direct act of God; in eternally secure salvation by grace through faith in the shed blood of the Lord Jesus Christ; in the incarnation and virgin birth of Christ, and in His bodily resurrection; in the personal, bodily, pre-tribulation return of the Lord Jesus Christ and His millennial reign on earth. We believe in a literal Heaven and a literal Hell, and that Satan is a person. We believe in the bodily resurrection of the dead. We believe in the autonomy of the local church, in baptism by immersion, and in the celebration of the Lord's Supper by all obedient believers. We are a fundamentalist, separated, missionary-minded group of Bible-believing Christians, striving to maintain a balanced, Spirit-filled life.

ARTICLE IV. RESTRICTIONS

Section 1. No Private Inurement. No part of the net income of the organization shall inure to the benefit of, or be distributable to, its founders, pastoral staff members, ~~advisory board members, cooperating board members,~~ or

other private persons; except that the organization 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 II hereof. The organization shall not be incorporated nor have capital stock or shareholders.

Section 2. No Substantial Lobbying. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, except as otherwise provided in Section 501(h) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law).

Section 3. No Political Campaigning. The organization 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.

Section 4. Irrevocable Dedication. The income and assets of the organization shall be irrevocably dedicated to its exclusive purposes.

Section 5. Nondiscriminatory Policy. The organization shall admit students of any race, color, national and ethnic origin to all the rights, privileges, programs and activities generally accorded or made available to students at the school. It shall not discriminate on the basis of race, color, national

and ethnic origin in administration of its educational policies, admissions policies, scholarship and loan programs, and athletic and other school administered programs.

The organization shall include a statement of its racially nondiscriminatory policy, which shall conform to the racially nondiscriminatory policy as stated in Section 4.03 of Revenue Procedure 75-50, 1975-1 Cum. Bull. 587, in all brochures and catalogs dealing with course materials, student admissions, programs and scholarships hereafter used.

The organization shall include a reference to this racially nondiscriminatory policy in other written advertising that it uses as a means of informing prospective students of its programs. The reference shall conform in all respects to the sample reference stated in Section 4.02 of Revenue Procedure 75-50, I.R.B. 1975-49.

The ~~Chairman of the Executive Committee~~ Senior Pastor of Faith Baptist Church shall be authorized to execute and deliver resolutions on such forms as may be presented or required by the Internal Revenue Service of the United States, said forms to be completed with such information as the Internal Revenue Service may deem to be required of the organization.

Section 6. Additional Restrictions. Notwithstanding any other provisions of these Articles of Organization, the 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, or by an organization to which contributions are deductible under Sections 170(b)(1)(A) or (B) and 170(c)(2) of the Internal Revenue Code (or the corresponding provisions of any future United States internal revenue law).

ARTICLE V. GOVERNANCE

Section 1. Church Constitution Governs. Because of the Church's emphasis on submission to the sovereign plan of God in the physical design of each individual, the Hidden Treasure Ministries including the organization and other related outreach programs to ~~the afflicted~~ **individuals with disabilities**, are an integral part of the Church. These ministries are integrated auxiliaries of the Church, sharing a common program, common standards, and a common structure of financial accountability and/or budget. The Constitution of the Church (the "Constitution"), as amended from time to time, shall be the controlling instrument of the organization in addition to these Articles, and shall control as to questions about which these Articles are silent or inconsistent with the Constitution.

Section 2. **Pastoral Staff** Executive Board. The organization

shall be governed by the **Pastoral Staff** Executive Board. The Pastoral Staff

Executive Board shall at all times include:

the **senior pastor** elders of the Church

ordained pastors employed by the Church, as they are from time to time called and dismissed pursuant to Article Three of the Constitution, and may include

non-ordained ministry leaders employed by the Church appointed by

the Senior Pastor to be a part of the Pastoral Staff. qualified

professionals appointed by the elders

Individuals who are not elders **members of the Pastoral Staff** shall **may**

be appointed to also serve for one year. ~~or until the next~~

~~annual meeting of the organization, whichever is less, and once~~

~~elected~~ **Once appointed, they** may be removed ~~only~~ by a majority vote of

the other members of the Board **Pastoral Staff for lack of consistent**

participation and/or productivity. These individuals shall be selected

based on their ability to provide counsel and expertise in the areas such

as, but not limited to, finance, general and special education, and

program development.

Section 3. Powers. The ~~Executive Board~~ **Pastoral Staff** shall govern the organization, and shall have similar rights and powers to those of a board of directors of a non-profit corporation under the laws of the State of South Carolina and of the United States. ~~including~~ **This includes** the power to employ faculty, staff, and administrators, and to expend funds in furtherance of the organization's purposes as set forth in Article II, as well as such other rights and authority as are herein granted. Such rights and powers shall include, but not be limited to, the power to adopt and amend bylaws, admissions policies, employment criteria, policy statements, curriculum, educational programs, and other advisory and governing documents (except the Constitution and these Articles of Organization). **This shall be accomplished**, by a majority vote, in any way not inconsistent with the Constitution and these Articles of Organization, the Internal Revenue Code and Regulations regarding exempt organizations, the laws of the State of South Carolina, or the laws of the United States.

Section 4. **Leadership** ~~Board Chairman.~~ The Senior Pastor of the Church, as defined in Article Three of the Constitution, shall ~~be Chairman and~~ be President of the organization, and shall preside at all ~~Committee and Board~~ **formal business/policy meetings** and shall be primarily responsible for the day-to-day operation of the organization. ~~though~~ **Such** responsibility may be delegated

in whole or in part to an Administrator or other person employed or appointed by the ~~Executive Board~~ Pastoral Staff.

ARTICLE VI. ~~BOARDS~~ COMMITTEES

Delete all references to Board or Boards and Replace with
Committees

Section 1 Committees The organization shall be able to establish committees to assist the Pastoral Staff in fulfilling its objectives through advice and counsel. The committees shall consist of professionals who will attend the annual board meeting and other meetings, as possible, to provide counsel and expertise on matters related to special education, increasing the organization's public profile and recognition, and providing whatever guidance and influence to the organization they have time to provide. Committee members shall have no voting rights or power to govern the organization.

Committees may include non-members of the Church who are in agreement with the creed of the Church. Individuals serving on committees will be appointed by the Pastoral Staff to successive one-year terms of service. Committee members shall serve without compensation for service except for reasonable payment for services actually rendered to the organization, to the extent authorized by the Pastoral Staff.

~~Section 1. — Advisory Board. The organization shall have an Advisory Board to assist it in fulfilling its objectives through advice and counsel. The Advisory Board shall consist of professionals who attend the annual board meeting and other meetings, as possible, to provide counsel and expertise on matters related to special education.~~

~~Section 2. — Cooperating Board. The organization shall have a Cooperating Board to assist it in fulfilling its objectives through increasing the organization's public profile and recognition. The Cooperating Board shall consist of professional people and public figures who will provide whatever guidance and influence to the organization that they have time to provide.~~

~~Section 3. Board Members. The Advisory and Cooperating Boards may include non-members of the Church who are in agreement with the creed of the Church. These boards will be elected by the Board to successive one year terms of service. Members of both Boards shall serve without compensation for service on such Boards, except for reimbursement of traveling expenses for attendance at meetings and except for reasonable payment for services actually rendered to the organization, to the extent authorized by the Board~~

~~Members of both Boards shall have no voting rights or power to govern the organization.~~

ARTICLE VII. DISSOLUTION

Section 1. Dissolution. The membership of the Church may cease activities and dissolve the organization, by two-thirds vote of the members present and voting at a meeting at which a quorum is present.

Section 2. Liquidation. Upon the dissolution of the organization, the ~~Board~~ **Pastoral Staff** shall pay or make provision for the payment of all of the liabilities of the organization, and shall thereafter dispose of all of the assets of the organization exclusively for the purposes stated in Article II hereof in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, literary, 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 (or the corresponding provision of any future United States internal revenue law), as the ~~Board~~ **Pastoral Staff** shall determine.

Section 3. Contingent Provision. If any such assets are not so disposed of, the appropriate court of the county in which the assets of the organization are then located shall dispose of such assets exclusively for the

purposes stated in Article II herein, and exclusively to such organization or organizations which are organized and operated exclusively for such purposes and at the time qualify as an exempt organization or organizations under such Section 501(c)(3), as said court shall determine.

ARTICLE VIII. CONTINGENT RESTRICTIONS

Section 1. Contingent Restrictions. In the event the

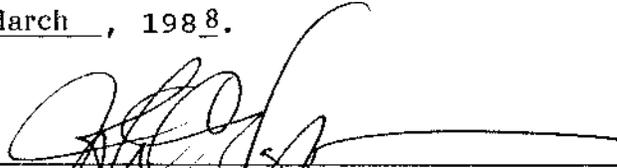
organization is determined by the Internal Revenue Service to be a private foundation within the meaning of Section 509 of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law), and only during the period during which such determination applies, notwithstanding any other provision of these Articles of Organization, this Article VIII shall apply and the organization shall: (1) not engage in any act of "self-dealing" (as defined in Section 4941(d) of the Internal Revenue Code) that would subject the organization to tax under Section 4941 of the Internal Revenue Code; (2) distribute its income for each taxable year for the purposes specified in Article II herein at such time, in such manner, and in such amounts as are necessary to avoid subjecting the organization to tax under Section 4942 of the Internal Revenue Code; (3) not retain any "excess business holdings" (as defined in Section 4943(c) of the Internal Revenue Code) that would subject the organization to

tax under Section 4943 of the Internal Revenue Code; (4) not make any investments that would jeopardize the carrying out of any of the exempt purposes of the organization (within the meaning of Section 4944 of the Internal Revenue Code) that would subject the organization to tax under Section 4944 of the Internal Revenue Code; and (5) not make any "taxable expenditures" (as defined in Section 4945(d) of the Internal Revenue Code) that would subject the organization to tax under Section 4945 of the Internal Revenue Code.

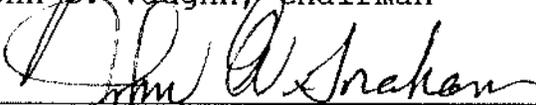
Section 2. Definition. Each reference in this Article VIII to a section of the Internal Revenue Code shall be deemed to include the corresponding provisions of any future United States internal revenue law.

IN WITNESS WHEREOF, the undersigned, being all the members of the **Pastoral Staff Board**, have executed these Articles of Organization.

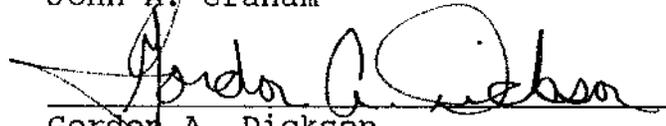
March , 1988.



John C. Vaughn, Chairman



John A. Graham



Gordon A. Dickson

Jan'le A. Joss



Theodore J. Harris, M.D.



Steve Roberts