

AMENDED AND RESTATED
McKnight Crossings Church of Christ
SECTION 125 PREMIUM ONLY PLAN

EFFECTIVE PLAN YEAR January 01, 2022

RESTATED ORIGINAL PLAN January 01, 2015

WHEREAS, McKnight Crossings Church of Christ (the "Employer") sponsors one or more benefit plans that provide "qualified benefits" within the meaning of Section 125 of the Internal Revenue Code of 1986; and

WHEREAS, the Employer previously adopted the McKnight Crossings Church of Christ Section 125 Premium Only Plan (the "Plan");

WHEREAS, the Employer retained the right to amend the Plan pursuant to Section 7.1 of the Plan; and

WHEREAS, the Employer desires to amend and restate the Plan in its entirety.

NOW, THEREFORE, effective January 01, 2022 the Employer hereby adopts the Client Section 125 Premium Only Plan (the "Plan") to read as follows:

Article 1. Introduction.

- 1.1 Purpose of Plan. The Employer adopts the Plan. The purpose of this Plan is to provide Participants with a choice between cash compensation and Optional Benefit Coverages.
- 1.2 Cafeteria Plan Status. This Plan is intended to qualify as a "cafeteria plan" under Section 125 of the Internal Revenue Code of 1986, as amended, and is to be interpreted in a manner consistent with the requirements of Section 125. The Administrator is authorized to take any and all actions which it deems to be appropriate to maintain the Plan in compliance with the provisions of Section 125 of the Code as a "Cafeteria plan" including modification or revocation of elections hereunder.

Article 2. Definitions.

- 2.1 **"Administrator"** means the Employer or such other person or committee as may be appointed from time to time by the Employer to supervise the administration of the Plan. The Employer shall be empowered to appoint and remove the Administrator from time to time as it deems necessary for the proper administration of the plan. In the event an Administrator has not been appointed, or resigns from an appointment, the Employer shall be deemed to be the Administrator.
- 2.2 **"Adopting Employer"** means an entity that adopts the Plan with the approval of the Employer. In order to be an Adopting Employer, the entity must be member of a controlled group of corporations with an Employer, as defined in Section 414(b) of the Code, all trades and businesses (whether or not incorporated) which are under common control, as defined in Section 414(c) of the Code, any member of an affiliated service group, as defined in Section 414(m) of the Code, and any other entity which is required to be aggregated with an Employer under Section 414(o) of the Code. The effective date of adoption by an Adopting Employer shall be the date specified in the resolution approving the adoption.
- 2.3 **"Affiliated Employer"** means the Employer and any corporation which is a member of a controlled group of corporations (as defined in Code Section 414(b)) which includes the Employer; any trade or business (whether or not incorporated) which is under common control (as defined in Code Section 414(c)) with the Employer; any organization (whether or not incorporated) which is a member of an affiliated service group (as defined in Code Section 414(m)) which includes the Employer; and any other entity required to be aggregated with the Employer pursuant to Treasury regulations under Code Section 414(o). A list of affiliated employers can be found in the Adoption Agreement.
- 2.4 **"Benefit Coverage Period"** means the period during which a Participant is eligible under any Optional Benefit Coverage.
- 2.5 **"Code"** means Section 125 of the Internal Revenue Code of 1986, as amended or replaced from time to time. Reference to any section or subsection of the Code includes reference to any regulations there under and any comparable or succeeding provisions of any legislation which amends, supplements or replaces such section or subsection.
- 2.6 **"Coverage Period"** means the Plan Year.
- 2.7 **"Dependent"** means any individual who is so defined under an Insurance Contract or who is (i) a Qualifying Child (within the meaning of Code Section 152(c), subject to the exceptions of Code Section 152(b)) or Participant's child (within the meaning of Code Section 152(f)(1)) who has not attained age 27 as of the end of the taxable year, or (ii) a Qualifying Relative who qualifies as a dependent under an Insurance Contract or under (within the meaning of Code Section 152(d), subject to the exceptions of Code Section 152(b)) (as modified by Code Section 105(b)), as applicable. Certain provisions of "Michelle's Law," in which the

requirement that a Dependent child have a full-time status in order to extend coverage past a stated age, will generally not apply if the child's failure to maintain full-time status is due to a medically necessary leave of absence or other change in enrollment (such as a reduction of hours). Notwithstanding anything in the Plan to the contrary, the Plan will comply with Michelle's Law.

- 2.8 **"Effective Date"** means January 01, 2015. The restated effective date means January 01, 2022.
- 2.9 **"Eligible Employee"** means any Employee who has satisfied the provisions of the Section titled: "Eligibility". However, 2% shareholders as defined under Code Section 1372(b) and self-employed individuals as defined under Code Section 401(c) shall not be eligible to participate in this Plan. An individual shall not be an "Eligible Employee" if such individual is not reported on the payroll records of the Employer as a common law employee. In particular, it is expressly intended that individuals not treated as common law employees by the Employer on its payroll records are not "Eligible Employees" and are excluded from Plan participation even if a court or administrative agency determines that such individuals are common law employees and not independent contractors.
- 2.10 **"Election Period"** means the period immediately preceding the beginning of each Plan Year established by the Administrator for the election of Benefits and Salary Redirections, such period to be applied on a uniform and nondiscriminatory basis for all Employees and Participants. However, an Employee's initial Election Period shall be determined pursuant to the Section titled: "Initial Elections".
- 2.11 **"Employee"** means any common law employee of the Employer or Adopting Employer. Employee will not include an independent contractor, consultants, leased employee, 2% shareholder of an S-Corporation, a partner in a partnership or an owner or member of a limited liability company that elects partnership status on its tax return, or an individual who is self-employed (including partner) in accordance with Code Section 401(c). Any such determination of an individual's status as an Employee will be made solely by the Employer without regard to whether any determination by an agency, governmental or otherwise, or court concludes that such classification or characterization was in error.
- 2.12 **"Employer"** means the Government Entity or any such entity specified in Item 1 of the Adoption Agreement, and any Affiliated Employer (as defined in the Article titled: "Definitions"), that adopts this Plan; and any successor, that maintain this Plan; and any predecessor that has maintained this Plan.
- 2.13 **"Highly Compensated Employee"** means, for the purposes of determining discrimination, an Employee so described in Code Section 125 and the Treasury Regulations thereunder.
- 2.14 **"Insurance Contract"** means any contract issued by an Insurer underwriting a Benefit, or any self-funded arrangement providing any Benefit offered for health and welfare coverage to Eligible Employees of the Employer.

- 2.15 **"Insurance Premium Payment Plan"** means the plan of benefits contained in the Section titled: "Benefit Options" of this Plan, that provides for the payment of Premium Expenses.
- 2.16 **"Insurer"** means any insurance company that underwrites a Benefit or any self-funded arrangement under this Plan.
- 2.17 **"Key Employee"** means any person who is a key employee, as defined in Code Section 416(i)(1), with respect to the Employer.
- 2.18 **"Optional Benefit Coverages"** means the coverage option(s) available to a Participant as set forth in the eligible benefit plans sponsored by McKnight Crossings Church of Christ.
- 2.19 **"Participant"** means any eligible individual who participates in the Plan in accordance with Article 3.
- 2.20 **"Plan"** means this cafeteria plan named the McKnight Crossings Church of Christ Section 125 Premium Only Plan, including all amendments thereto.
- 2.21 **"Plan Year"** means the twelve (12) month period commencing January 01 and ending December 31 or means the 12-month period beginning and ending on the dates specified in the Adoption Agreement. The Plan Year shall be the coverage period for the Benefits provided for under this Plan. In the event a Participant commences participation during a Plan Year, then the initial coverage period shall be that portion of the Plan Year commencing on such Participant's date of entry and ending on the last day of such Plan Year.
- 2.22 **"Salary Redirection"** means the contributions made by the Employer on behalf of Participants in accordance with the Section titled: "Salary Redirection". These contributions shall be allocated to the funds or accounts established for cost of applicable Benefits provided under the Plan pursuant to the Participants' elections made under the Article titled: "Participant Elections".
- 2.23 **"Spouse"** means "spouse" as defined in an Insurance Contract, then, for purposes of coverage under that Insurance Contract only, "spouse" shall have the meaning stated in the Insurance Contract. In all other cases, "spouse" shall have the meaning stated under applicable federal or state law.
- 2.24 **"Waiting Period"** means the period during which an otherwise Eligible Employee is ineligible to participate in the Plan because he or she has not met the eligibility requirements in Article 3.

All other defined terms in this Plan shall have the meanings specified in the various Articles of the Plan in which they appear.

Article 3. Participation.

- 3.1 **Eligibility.** As to each Benefit provided hereunder, any Eligible Employee shall be eligible to participate as of the date he or she satisfies the eligibility conditions set forth in the policy or plan providing such Benefit (the "Eligibility Requirements"), the provisions of which are specifically incorporated herein by reference.
- 3.2 **Effective Date of Participation.** (a) An Eligible Employee shall become a Participant effective as of the later of the date on which he or she satisfies the Eligibility Requirements of the Plan or the Effective Date of this Plan. (b) If an Eligible Employee terminates employment after commencing participation in the Plan, except as otherwise provided in the applicable policy or plan providing a Benefit, and such terminated Eligible Employee is rehired within 30 days or less of the date of termination of employment, such rehired Eligible Employee shall not be considered a newly eligible employee and will be reinstated with the same election(s) such individual had before termination. If a terminated Eligible Employee is rehired more than 30 days following termination of employment and is otherwise eligible to participate in the Plan, the individual shall be treated as a newly Eligible Employee and may make a new election under procedures otherwise set forth within this section or the Section titled: "Initial Elections" below as applicable.
- 3.3 **Application to Participate.** An Employee who is eligible to participate in this Plan may, during the applicable Election Period, complete an Election to Participate form that the Administrator shall furnish to the Employee. The Election to Participate form is an irrevocable election made by the Employee to redirect and reduce taxable compensation to cover the Employee's applicable cost of Benefits elected, which shall be applicable until the end of the current Plan Year, unless the Participant is entitled to change his or her Benefit elections pursuant to the Section titled: "Change of Elections". Such election shall be effective for the first pay period beginning on or after the Employee's effective date of participation pursuant to the Section titled: "Effective Date of Participation".
- 3.4 **Cessation of Participation.** A Participant will cease to be a Participant as of the earlier of (a) the date on which the Plan terminates, (b) the end of the Participant's Benefit Coverage Period, or (c) the date the Participant ceases to be an Eligible Employee, subject to the provisions of the Section titled: "Termination of Employment", or his or her death.
- 3.5 **Termination of Employment.** If a Participant terminates employment with the Employer for any reason other than death, his or her participation in the Plan shall cease, subject to the Participant's right to continue coverage under any Insurance Contract for which premiums have already been paid or any other ability to continue participation in a Health Savings Account pursuant to Code Section 223. When an Employee ceases

to be a Participant, the cafeteria plan must pay the Employee any amount the Employee previously paid for coverage or Benefits to the extent the previously paid amount relates to the period from the date the Employee ceases to be a Participant through the end of that Plan Year.

- 3.6 **Reinstatement of Former Participant.** A former Participant who meets the requirements for an Eligible Employee will become a Participant again if and when he or she becomes an Eligible Employee, subject to the completion of any applicable Waiting Period and upon proper enrollment as prescribed by the Administrator.

Article 4. Contributions to the Plan.

- 4.1 **Salary Redirection.** Benefits under the Plan shall be financed by Salary Redirections sufficient to support Benefits that a Participant has elected hereunder and to pay the Participant's Premium Expenses. The salary administration program of the Employer shall allow each Participant to agree to reduce his or her pay during a Plan Year by an amount determined necessary to purchase the elected Benefit and to pay the Participant's Premium Expenses. The amount of such Salary Redirection shall be specified by the Plan Sponsor and shall be applicable for a Plan Year. Notwithstanding the above, for new Participants, the Salary Redirections shall only be applicable from the first day of the pay period following the Employee's entry date up to and including the last day of the Plan Year. These contributions shall be allocated to the funds or accounts established under the Plan pursuant to the Participants' elections made in accordance with the Article titled: "Participant Elections".
- Any Salary Redirection shall be determined prior to the beginning of a Plan Year (subject to initial elections pursuant to the Section titled: "Initial Elections") and prior to the end of the Election Period and shall be irrevocable for such Plan Year. However, a Participant may revoke a Benefit election after the Plan Year has commenced and make a new Election to Participate (or decline participation on the Election to Not Participate form) with respect to the remainder of the Plan Year, if both the revocation and the new election are on account of and consistent with a change in status and such other permitted events as determined under the Article titled: "Participant Elections" of the Plan and consistent with the rules and regulations of the Department of the Treasury. Salary Redirection amounts shall be contributed on a pro rata basis for each pay period during the Plan Year. All individual Election forms are deemed to be part of this Plan and incorporated herein by reference.
- 4.2 **Application of Contributions.** As soon as reasonably practical after each payroll period, the Employer shall apply the Salary Redirections to provide the Benefits elected by the affected Participants. Any contributions made or withheld from an Employee's compensation, pursuant to the Employee's signed Election to Participate for the Health Savings Account shall be credited to such account. Amounts designated for the Participant's Premium Expense Reimbursement Account shall likewise be credited to such account for the purpose of paying Premium Expenses.
- 4.3 **Periodic Contributions.** Notwithstanding the requirement provided above and in other Articles of this Plan that Salary Redirections be contributed to the Plan by the Employer on behalf of an Employee on a level and pro rata basis for each payroll period, the Employer and Administrator may implement a procedure in which Salary Redirections are contributed throughout the Plan Year on a periodic basis that is not pro rata for each payroll period. In the event Salary Redirections are not made on a pro rata basis, upon termination of participation, a Participant may be entitled to a refund of such Salary Redirections pursuant to the Section titled: "Termination of Employment".

Article 5. Optional Benefit Coverages.

5.1 **Coverage Options.** Each Participant may choose under this Plan to receive his or her full compensation in cash or to have all or a portion of such compensation applied by the Employer toward the cost of the Optional Benefit Coverages elected by the Participant. The Employer may select suitable health and hospitalization Insurance Contracts for use in providing health Benefits, which policies will provide uniform benefits for all Participants electing this Benefit.

5.2 **Description of Optional Benefit Coverages.** While the election of Optional Benefit Coverages may be made under this Plan, the coverages and benefits elected by Participants will be provided not by this Plan but by the applicable benefit plans governing the Optional Benefit Coverages. The types and amounts of benefits available under each benefit plan, the requirements for participating in such benefit plan, and the other terms and conditions of coverage and benefits under such benefit plan are as set forth from time to time in such benefit plan's plan document. See component plan documents for benefit coverage details. If offered by employer and elected by participant, the following group plans are available for pretax salary deduction contributions under this plan:

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| a) Medical Insurance | Coverage |
| b) Dental Insurance | i) Long-term Disability and Short-term Disability Coverage |
| c) Vision Insurance | j) Premiums for Individual Coverage Health Reimbursement Arrangement (ICHRA) |
| d) Prescription Drug Coverage | k) 401(k) Contributions |
| e) Health FSA | l) Any other allowable benefits under Section 125 |
| f) Dependent Care FSA | |
| g) Health Savings Account (HSA) Contributions | |
| h) Accidental Death & Dismemberment | |

5.3 **Nondiscrimination Requirements**

- (a) It is the intent of this Plan to provide benefits to a classification of Employees that the Secretary of the Treasury finds not to be discriminatory in favor of the group in whose favor discrimination is prohibited under Code Section 125 or applicable Regulations thereunder.
- (b) If the Administrator deems it necessary, in order, to avoid discrimination or possible taxation to Highly Compensated Employees, Key Employees or a group of employees in whose favor discrimination is prohibited by Code Section 125, it may, but shall not be required to, reduce contributions or non-taxable Benefits in order to assure compliance with this section. Any act taken by the Administrator under this section shall be carried out in a uniform and nondiscriminatory manner. If the Administrator decides to reduce contributions or non-taxable Benefits, it shall be done in the following manner. First, the non-taxable Benefits of the affected Participant (either an employee who is highly compensated or a Key Employee, whichever is applicable) who has the highest amount of non-taxable Benefits for the

Plan Year shall have his or her non-taxable benefits reduced until the discrimination tests set forth in this Section are satisfied or until the amount of his or her non-taxable Benefits equals the non-taxable Benefits of the affected Participant who has the second highest amount of non-taxable Benefits. This process shall continue until the nondiscrimination tests set forth in this Section are satisfied. With respect to any affected Participant who has had Benefits reduced pursuant to this Section, the reduction shall be made proportionately among all insured Benefits. Contributions which are not utilized to provide Benefits to any Participant by virtue of any administrative act under this paragraph shall be forfeited and deposited into the Plan surplus.

- 5.4 **Non-Tax Dependent Coverage.** a. If (i) Employee Salary Redirections are made to fund Benefits under the Plan, and (ii) the Employer allows a Participant to elect to cover a Non-Tax Dependent through the Participant's coverage under group Medical, Dental or Vision benefit(s), a Participant who elects to participate in the Salary Redirection program may pay on a pre-tax basis through salary reduction contributions the Participant's portion of the premium cost of coverage under the Employer's Medical, Dental or Vision Benefits, provided that the full fair market value of such Medical, Dental or Vision coverage for any such Non-Tax Dependent shall be includible in the Participant's gross income as a taxable benefit in accordance with applicable federal income tax rules. For purposes of this Plan, the Participant electing coverage for Non-Tax Dependent(s) shall be treated as receiving, at the time that coverage is received, cash compensation equal to the full fair market value of such coverage and then as having purchased the coverage with after-tax employee contributions. b. Notwithstanding the foregoing, no medical care or dependent care expenses incurred by or with respect to a Non-Tax Dependent of a Participant shall be eligible for reimbursement as eligible expenses under the Health Flexible Spending Account or Dependent Care Flexible Spending Account.
- 5.5 **No Financial Responsibility for Optional Benefit Coverages.** In no event will the Employer or any of its affiliates or subsidiaries or any of their agents, directors, employees, consultants, insurers or owners have any obligation whatsoever to provide any actual benefits or cost reimbursements under Optional Benefit Coverages as a result of this Plan. The Employer's sole and exclusive obligation under this Plan is to collect from Participants compensation reductions elected hereunder.
- 5.6 **Election of Opt-Out Benefit for Medical Coverage.** Employees are offered a choice to receive an "opt-out" benefit when waiving medical coverage, in situations where they already have coverage (See Plan Administrator for opt-out benefit details). The opt-out program is not intended to be a reimbursement of any kind. This benefit is taxable and is considered unrestricted cash compensation. The cash benefit is not intended for the direct or indirect purchase or reimbursement of any other medical insurance premium (whether individual or group coverage). This provision is only available to the extent

permitted by law.

- 5.7 **Election of Optional Benefit Coverages in Lieu of Cash.** A Participant may elect under this Plan, in accordance with the procedures described in Sections 5.8 through 5.12, to receive one or more Optional Benefit Coverages to the extent available to the Participant under terms of such plans. If a Participant elects an Optional Benefit Coverage for a Coverage Period, the Participant is required to pay the employee portion of the cost of such coverage. Such share will be paid by a reduction in the Participant's regular compensation for the Coverage Period. In the event that the Participant's compensation during any pay period is insufficient in amount to pay the Participant's share of the monthly cost of such Optional Benefit Coverage by compensation reduction, the Employer has no responsibility under this Plan to cover, pay or advance on behalf of the Participant any such shortfall and the Participant must make immediate arrangements with the plan administrator of such Optional Benefit Coverage to pay such shortfall on an after-tax basis.
- 5.8 **Election Procedure.** Prior to the commencement of each Coverage Period, the Administrator will provide (or make available) a means of election to each individual who is eligible to become a Participant at the beginning of the applicable Coverage Period, i.e. an "Open Enrollment". Each Participant who desires to elect an Optional Benefit Coverage available for the Coverage Period must specify in his or her election during Open Enrollment. The election will be effective as of the first day of the Coverage Period. The Participant must agree to a reduction in his or her compensation equal to the employee portion of the cost of the Optional Benefit Coverages elected. Each election must be made on or before such date and in such manner as the Administrator specifies. If a Participant fails to complete an election form for this Plan but elects an Optional Benefit Coverage, such Participant will be deemed to have elected to pay such employee portion of the cost of benefits on a pre-tax basis.
- 5.9 **New Participants.** Upon becoming a Participant mid-year, the Administrator will provide the means of election described in Section 5.8 to such participant. If the individual desires one or more Optional Benefit Coverages for the balance of the Coverage Period, the individual must specify in his or her election. The Participant shall agree to a reduction in his or her compensation equal to the cost of the Optional Benefit Coverages elected. Each election must be made on or before such date and in such manner as the Administrator specifies. Compensation reductions and elections will become effective as of the first day of the first Benefit Coverage Period specified by the Administrator following completion of the enrollment and election process.
- 5.10 **Initial Elections.** An Employee who meets the Eligibility Requirements of the Plan on the first day of, or during, a Plan Year may elect to participate in this Plan for all or the remainder of such Plan Year, provided he or she elects to do so before his or her effective date of participation pursuant to the Section titled: "Effective

Date of Participation". or for a newly eligible Employee, no more than 30 days after their date of hire. For any such newly Eligible Employee, if coverage is effective as of the date of hire, such Employee shall be eligible to participate retroactively as of their date of hire. Newly Eligible Employee Election amounts will be collected the first pay period on or after his or her election was received. However, if such Employee does not complete an application to participate and a benefit election form and deliver them to the Administrator before such date, his or her Election Period shall extend 30 calendar days after such date, or for such further period as the Administrator shall determine and apply on a uniform and nondiscriminatory basis. However, any election during the extended 30-day election period pursuant to this Section shall not be effective until the first pay period following the later of such Participant's effective date of participation pursuant to the Section titled: "Effective Date of Participation" or the date of the receipt of the election form by the Administrator, and shall be limited to the Benefit expenses incurred for the balance of the Plan Year for which the election is made. Any failure to elect the Benefits set forth herein shall constitute an Employee's election to not participate in the Plan during that Plan Year until a valid election is otherwise made in the manner set forth herein.

5.11 Subsequent Annual Elections

- (a) A Participant will automatically be enrolled in subsequent plan years unless the Participant terminates his or her participation in the Plan by notifying the Administrator in writing during the Election Period that he or she does not want to participate in the Plan for the next Plan Year;
- (b) A Participant may terminate his or her participation in the Plan by notifying the Administrator in writing during the Election Period that he or she does not want to participate in the Plan for the next Plan Year;
- (c) An Employee who elects to not participate for the Plan Year following the Election Period will have to wait until the next Election Period before again electing to participate in the Plan, except as provided for in the Section titled: "Change of Elections".

5.12 Failure to Make Election.

- (a) A new Participant's failure to make an election under Section 5.8 for this Plan on or before the due date specified by the Administrator for the Coverage Period in which he or she becomes a Participant but elects an Optional Benefit Coverage, such Participant will be deemed to have elected to pay the employee portion of the cost of the Optional Benefit Coverages on a pre-tax basis.
- (b) An existing Participant's failure to make an election under this Plan relating to an Optional Benefit Coverage on or before the due date specified by the Administrator for any subsequent Coverage Period constitutes
 - (1) a re-election of the same coverage, if any, as was in effect just prior to the end of the preceding

Coverage Period (to the extent such Optional Benefit Coverage remains available under the Plan), and

- (2) an agreement to a reduction in the Participant's compensation for the subsequent Coverage Period equal to the cost of such coverage on the same basis (pre-tax or post-tax) as was previously elected.

5.13 Revocation or Change of Election by the Participant during the Coverage Period.

- (a) Any election made under the Plan (including an election made through inaction under Section 5.12) will be irrevocable by the Participant during the Coverage Period except as otherwise provided in (b) through (l) below.
- (b) With respect to an Optional Benefit Coverage, a Participant may revoke an election for the balance of the Coverage Period and, if desired, file a new election in writing if, under the facts and circumstances,
 - (1) a Change in Status occurs, and
 - (2) the requested revocation and new election satisfy the consistency requirements in Section 5.14 below.

For this purpose, a Change in Status includes the following events:

- **Legal marital status.** An event that changes a Participant's legal marital status, death of spouse, divorce, or legal separation or annulment.
- **Number of dependents.** An event that changes a Participant's number of dependents (as defined in Treasury Regulation 1.125-4(i)(3)), including birth, death, adoption or placement for adoption.
- **Employment Status.** An event that changes the employment status of the Participant, the Participant's spouse or dependent, including termination or commencement of employment, a strike or lockout, a commencement or return from an unpaid leave of absence, and a change in worksite, as well as any other change in the individual's employment status that results in the individual becoming (or ceasing to be) eligible under the qualified benefit plans of the Employer.
- **Requirements for Unmarried Dependents.** An event that causes a dependent (as defined in Treasury Regulation 1.125-4(i)(3)) to satisfy or cease to satisfy the requirements for coverage under an Optional Benefit Coverage on account of attainment of age, student status, marital status or any similar circumstance.
- **Residence.** A change in the place of residence of the Participant or his or her spouse or dependent (as defined in Treasury Regulation 1.125-4(i)(3)).

- **Significant Change in Cost.** There is a significant change in the cost of an Optional Benefit Coverage.
 - **Coverage Curtailment.** Coverage under an Optional Benefit Coverage is significantly curtailed.
 - **New or Eliminated Optional Benefit Coverage.** A new Optional Benefit Coverage is offered or an Optional Benefit Coverage is eliminated.
 - **Change in Coverage under Spouse or Dependent's Plan.** There is a change in coverage under the Participant's spouse's plan or Participant's dependent's (as defined in Treasury Regulation Section 1.125-4(i)(3)) plan.
 - **Open Enrollment in Spouse or Dependent's Plan.** The enrollment period for coverage under the Participant's spouse's plan or Participant's dependent's (as defined in Treasury Regulation Section 1.125-4(i)(3)) plan occurs while the Participant's elections are in effect.
 - **Other Events.** Such other events that the Administrator determines will permit the revocation of an election (and, if applicable, the filing of a new election) during a Coverage Period under regulations and rulings of the Internal Revenue Service.
- (c) In the case of coverage under a group health plan, a Participant may revoke an election for the balance of the Coverage Period and file a new election that corresponds with the special enrollment rights provided in Code Section 9801(f) pertaining to HIPAA special enrollment rights.
- (d) In the case of a judgment, decree or order ("order") resulting from a divorce, legal separation, annulment, or change in legal custody (including a qualified medical child support order) that requires health coverage for a Participant's child who is a dependent (as defined in Treasury Regulation Section 1.125-4(i)(3)) of the Participant, a Participant may change his or her election:
- (1) to provide coverage for the child under a health coverage required by the order, or
 - (2) to cancel a health coverage identified required by the order, if the order requires the Participant's spouse or former spouse or another individual to provide coverage for the child and that coverage is, in fact, provided.
- (e) In the case of an accident or health plan Optional Benefit Coverage, a Participant may revoke an election in writing for the balance of the Coverage Period and file a new election in writing in order to cancel or reduce such Optional Benefit Coverage for the Participant and/or for one or more covered dependents (as defined in Treasury Regulation Section 1.125-4(i)(3)) of the Participant to the extent that such individual becomes entitled to coverage under Part A or Part B of Title XVIII of the Social Security Act (Medicare) or Title XIX of the Social Security Act (Medicaid), other than coverage

consisting solely of benefits under Section 1928 of the Social Security Act (the program for distribution of pediatric vaccines). In addition, if the Participant or any eligible dependent (as defined in Treasury Regulation Section 1.125-4(i)(3)) who has been entitled to Medicare or Medicaid loses eligibility for such coverage, the Participant may file a new election in writing for the balance of the Coverage Period to commence or increase an accident or health plan Optional Benefit Coverage.

- (f) A Participant taking leave under the Family Medical Leave Act, if applicable, may revoke existing group health plan coverage and make such other election for the remaining portion of the Coverage Period as may be provided for under the Family Medical Leave Act.
- (g) The Administrator may automatically change a Participant's contribution towards premiums to obtain Optional Benefit Coverages to reflect increase or decrease cost.
- (h) Any application for a revocation or new election under this Section 5.13 must be made within the time specified by the Administrator following the date of the actual event and will be effective at such time as the Administrator prescribes, unless otherwise required by law.
- (i) A Participant may revoke and or change an election relating to contributions to any health savings account on a prospective basis at least monthly or, if permitted by the Administrator, more frequently than monthly.
- (j) A Participant may revoke an election for group health Optional Benefit Coverage prospectively for the remainder of the Coverage Period if the Participant has been in an employment status under which the Participant was reasonably expected to average at least 30 hours of service per week and there is a change in such status so that the Participant will reasonably be expected to average less than 30 hours of service per week after the change (even if such reduction in hours does not result in the Participant ceasing to be eligible under the group health Optional Benefit Coverage), the revocation corresponds to the intended enrollment of the Participant (and any related individuals) in another plan that provides minimum essential coverage, and such new coverage is effective no later than the first day of the second month following the month that includes the date the group health Optional Benefit Coverage is revoked.
- (k) A Participant may revoke an election for group health Optional Benefit Coverage prospectively for the remainder of the Coverage Period if the Participant is eligible for a special enrollment period to enroll in a qualified health plan through a marketplace or the Participant seeks to enroll in a qualified health plan through a marketplace during the marketplace's annual open enrollment period and the revocation of the election under the group health Optional Benefit Coverage corresponds to the intended enrollment of the Participant (and any related individuals) in a qualified health plan through a marketplace for coverage that is effective beginning no later than the day immediately

following the last day of the revoked group health Optional Benefit Coverage.

- (l) Participants may make a prospective election change to add group health coverage for the Participant or the Participant's spouse or dependent if the Participant or the Participant's spouse or dependent loses coverage under any group health coverage sponsored by a governmental or educational institution, including (but not limited to) the following: a state children's health insurance program (SCHIP) under Title XXI of the Social Security Act; a medical care program of an Indian Tribal government (as defined in Code Section 7701 (a) (40)), the Indian Health Service, or a tribal organization; a state health benefits risk pool; or a foreign government group health plan, subject to the terms and limitations of the applicable benefit package option(s).

Further, if the Participant or the Participant's spouse or dependent who has been entitled to Medicare or Medicaid loses eligibility for such coverage, the Participant may elect to prospectively commence or increase the accident or health coverage of the individual who loses Medicare or Medicaid eligibility.

- 5.14 **Consistency Rules.** A Participant's requested revocation and new election will be consistent with a change in status if the election change is on account of and corresponds with a change in status that affects the eligibility for coverage under a plan of the Employer or under a plan maintained by the employer of the Participant's spouse or dependent (as defined in Treasury Regulation Section 1.125-4(i)(3)). A change in status that affects eligibility under the Employer's plan includes a change in status that results in the increase or decrease in the number of a Participant's family members or dependents (as defined in Treasury Regulation Section 1.125-4(i)(3)) who may benefit from coverage under the plan.
- 5.15 **Changes by Administrator.** If the Administrator determines, before or during any Coverage Period, that the Plan may fail to satisfy for such year any nondiscrimination or other requirement imposed by the Code or any limitation on benefits provided to Key Employees, the Administrator may take such action as the Administrator deems appropriate to assure compliance with such requirement or limitation. Such action may include, without limitation, a modification of elections by highly compensated Employees (as defined by the Code for purposes of the nondiscrimination requirement in question) or Key Employees without the consent of such Employees.
- 5.16 **Adjustment of Compensation Reductions.** If the cost of an Optional Benefit Coverage provided to a Participant increases or decreases during a Coverage Period, including any increase or decrease due to a change in the Participant's salary, a corresponding change will be made in the compensation reductions of the Participant in an amount reflecting such increase or decrease, as determined by the Administrator to the extent the Administrator is advised of such change by the providers of such Optional Benefit Coverages which Participants may have elected.

- 5.17 **Automatic Termination of Election.** Any election made under this Plan (including an election made through inaction under Section 5.12) will automatically terminate at the close of the Benefit Coverage Period on which the Participant ceases to be a Participant in the Plan, although coverage or benefits may continue if and to the extent provided by such coverage. In the event such a former Participant again becomes a Participant within 30 days of ceasing to be a Participant, the elections previously in effect for the Participant will be automatically reinstated for the balance of the Coverage Period, except as otherwise elected by the Participant in accordance with Section 5.13.
- 5.18 **Cessation of Required Contributions.** Nothing in this Plan will prevent the cessation of coverage or benefits under any Optional Benefit Coverage, in accordance with the terms of such coverage, on account of a Participant's failure to pay the Participant's share of the cost of such coverage or benefits, through compensation reduction or otherwise.
- 5.19 **Elections Via Other Media.** The Administrator may, in its discretion, use any telephonic, electronic or other alternative media form that it deems necessary or appropriate for the election of Optional Benefit Coverages under the Plan.
- 5.20 **Coordination with FMLA.** Notwithstanding any other provision of this Plan, the Administrator may (a) permit a Participant to revoke (and subsequently reinstate) his or her election of one or more Optional Benefit Coverages under the Plan, and (b) adjust a Participant's compensation reduction as a result of a revocation or reinstatement to the extent the Administrator deems necessary or appropriate to assure the Plan's compliance with the provisions of the Family and Medical Leave Act of 1993 and any regulations pertaining thereto, if applicable.
- 5.21 **Special Rule for Certain Covered Individuals.** Notwithstanding anything in this Plan to the contrary, the cost of providing Optional Benefit Coverage to an individual as a Dependent of the Participant, where the covered individual is not a dependent of the Participant for purposes of Code Section 152 (as modified by Code Section 105(b) and IRS Notice 2004-79) will be paid by the Participant with after-tax contributions. Such costs will either be deducted by the Employer from the after-tax compensation of the Participant or, to the extent the cost of such Optional Benefit Coverage is paid from compensation reduction or any other form of Employer contribution, such contribution will be treated as taxable compensation received by the Participant and contributed by the Participant on an after-tax basis.

Article 6. Administration of Plan.

- 6.1 **Administrator.** The administration of the Plan will be under the supervision of the Administrator. It is a principal duty of the Administrator to see that the Plan is carried out, in accordance with its terms without discrimination among participants. The Administrator has full discretionary power to administer the Plan in all of its details, subject to applicable requirements of law. For this purpose, the Administrator's discretionary powers include, but are not limited to, the following discretionary authority, in addition to all other powers provided by this Plan:
- (a) To make and enforce such rules and regulations as it deems necessary or proper for the efficient administration of the Plan;
 - (b) To interpret the Plan;
 - (c) To decide all questions concerning the Plan and the eligibility of any person to participate in the Plan;
 - (d) To appoint such agents, counsel, accountants, consultants and other persons as may be required to assist in administering the Plan; and
 - (e) To delegate its responsibilities under the Plan and to designate other persons to carry out any of its responsibilities under the Plan, any such delegation or designation to be in writing;
 - (f) To reject elections or to limit contributions or Benefits for certain Highly Compensated Participants if it deems such to be desirable in order to avoid discrimination under the Plan in violation of applicable provisions of the Code;
 - (g) To provide Employees with a reasonable notification of their benefits available under the Plan; and
 - (h) To keep and maintain the Plan documents and all other records pertaining to and necessary for the administration of the Plan; g. To keep and communicate procedures to determine whether a medical child support order is qualified under ERISA Section 609.
- 6.2 **Examination of Records.** The Administrator shall make available to each Participant, Eligible Employee and any other Employee of the Employer such records as pertain to their respective interests under the Plan for examination at reasonable times during normal business hours.
- 6.3 **Payment of Expenses.** Any reasonable administrative expenses shall be paid by the Employer unless the Employer determines that administrative costs shall be borne by the Participants under the Plan or by any Trust Fund which may be established hereunder. The Administrator may impose reasonable conditions for payments, provided that such conditions shall not discriminate in favor of Highly Compensated Employees.
- 6.4 **Application of Benefit Plan Surplus.** Any forfeited amounts credited to the Benefit Plan surplus by virtue of the failure of a Participant to incur a qualified expense may, but need not be, separately accounted for after the close of the Plan Year in which such forfeitures arose. In no event shall such amounts be carried over to reimburse a Participant for expenses incurred during a subsequent Plan Year for the same or any other Benefit

available under the Plan; nor shall amounts forfeited by a particular Participant be made available to such Participant in any other form or manner, except as permitted by Treasury regulations. Amounts in the Benefit Plan surplus shall first be used to defray any administrative costs and experience losses and thereafter be retained by the Employer.

- 6.5 **Insurance Control Clause.** In the event of a conflict between the terms of this Plan and the terms of an Insurance Contract of a particular Insurer or other benefit program that is self-insured whose product is then being used in conjunction with this Plan, the terms of the Insurance Contract shall control as to those Participants receiving coverage under such Insurance Contract. For this purpose, the Insurance Contract shall control in defining the persons eligible for insurance, the dates of their eligibility, the conditions which must be satisfied to become insured, if any, the Benefits Participants are entitled to and the circumstances under which insurance terminates .
- 6.6 **Indemnification of Administrator.** The Employer agrees to indemnify and to defend to the fullest extent permitted by law any Employee serving as the Administrator or as a member of a committee designated as Administrator (including any Employee or former Employee who previously served as Administrator or as a member of such committee) against all liabilities, damages, costs and expenses (including attorney's fees and amounts paid in settlement of any claims approved by the Employer) occasioned by any act or omission to act in connection with the Plan, if such act or omission is in good faith.

Any determination by the Administrator, or its authorized delegate, is final and conclusive on all persons.

Notwithstanding the foregoing, any claim which arises under any Optional Benefit Coverage will not be subject to review under this Plan, and the Administrator's authority under this Section 6.1 does not extend to any matter as to which another administrator or entity is empowered to make determinations under such Optional Benefit Coverage.

Article 7. Amendment and Termination of Plan.

- 7.1 **Amendment of Plan.** The power to amend the Plan, in whole or in part, is vested in the Employer, which has the sole discretion to make all amendments to the Plan or any of its provisions. Such amendment will be effected by a written instrument signed by a duly authorized representative of the Employer, or his or her authorized delegate, and delivered to the Administrator.
- 7.2 **Termination of Plan.** The Employer has established the Plan with the bona fide intention and expectation that it will be continued indefinitely, but the Employer will have no obligation whatsoever to maintain the Plan for any given length of time and may discontinue or terminate the Plan at any time, without liability, by a written instrument signed by a duly authorized representative of the Employer, or his or her authorized delegate, and delivered to the Administrator

Article 8. Miscellaneous Provisions.

- 8.1 **Plan Interpretation.** All provisions of this Plan shall be governed and interpreted by the Employer, or it's delegated Administrator, as applicable, in its full and complete discretion and shall be otherwise applied in a uniform, nondiscriminatory manner. This Plan shall be read in its entirety and not severed except as provided in the Section titled: "Severability".
- 8.2 **Written Document.** This Plan document, in conjunction with any separate written document which may be required by law, is intended to satisfy the written Plan requirement of Code Section 125 and any Regulations thereunder relating to Cafeteria Plans.
- 8.3 **Information to be Furnished.** Participants will provide the Employer and the Administrator with such information and evidence, and will sign such documents, as may reasonably be requested from time to time for the purpose of administration of the Plan.
- 8.4 **Limitation of Rights.** Neither the establishment of the Plan nor any amendment thereof, nor the payment of any benefits, will be construed as giving to any Participant or other person any legal or equitable right against the Employer or the Administrator.
- 8.5 **Employment Not Guaranteed; No Vested Rights.** Nothing contained in the Plan, nor any action taken hereunder, will be construed as a contract of employment or as giving any Employee any right to be retained in the employ of the Employer. Nothing in this Plan is to be interpreted or construed in creating any vested rights in any benefits, coverage entitlements or compensations of any type.
- 8.6 **Unsecured General Creditor.** Participants, their beneficiaries, and all others have no rights or interests in any property of the Employer or its affiliates. Assets of the Employer will not be held under any trust for the benefit of Participants, their beneficiaries, or others or as collateral security for fulfilling of the obligations of the Employer under this Plan. All Employer assets will be unpledged and unrestricted assets of the Employer. Each Participant or beneficiary will be treated as a general unsecured creditor of the Employer and has no greater right to any assets other than an unsecured creditor.
- 8.7 **No Liability for Action or Omission.** Neither the Employer, nor any director, officer or employee of the Employer will be liable in any manner to any Participant, beneficiary or any other person claiming through them for any benefit or action taken or omitted in connection with interpretation and administration of this Plan.

If any Participant receives one or more payments or reimbursements under the Plan that are not for a permitted Benefit, such Participant shall indemnify and reimburse the Employer for any liability it may incur for failure to withhold federal or state income tax or Social Security tax from such payments or reimbursements. However, such indemnification and reimbursement shall not exceed the amount of additional

federal and state income tax that the Participant would have owed if the payments or reimbursements had been made to the Participant as regular cash compensation, plus the Participant's share of any Social Security tax that would have been paid on such compensation, less any such additional income and Social Security tax actually paid by the Participant.

8.8 **Liability for Benefit Payments and Successorship.** The Plan will not be automatically terminated by the Employer's acquisition by or merger into any other entity, but the Plan will be continued after such acquisition or merger if the successor employer elects and agrees to continue the Plan. All rights to amend, modify, suspend or terminate the Plan will be transferred to the successor as of the effective date of the merger or acquisition. This Plan and all of its terms will be binding upon such successors and the Employer's assigns.

8.9 **Governing Law and Venue for Disputes.** This Plan shall be construed in accordance with and governed by the laws of the State of Missouri to the extent not superseded by federal law, without reference to Missouri's conflict of laws provisions. Any action, dispute or challenge regarding the interpretation or enforcement of this Agreement must be brought and litigated in the United States District Court for Missouri, if it otherwise has subject matter jurisdiction, or otherwise in the Circuit Court for State of Missouri.

8.10 **Correction of Defects.** The Employer and Administrator may correct any defect, supply any omission, or reconcile any inconsistency in the Plan or any payment as it deems appropriate. If a Participant is overpaid or receives amounts, or has amounts paid on its or their behalf, which the Employer determines have been incorrectly paid to the Participant, the Participant must return such payments to the Employer upon demand. And, the Employer reserves the right to collect from, and offset, against the Participant's future wages from the Employer any amounts which the Employer determines have been overpaid or mistakenly paid to or for the benefit of any Participant.

8.11 **Severability of Provisions.** If any provision of this Plan is held invalid or unenforceable, such invalidity or unenforceability will not affect any other provisions hereof, and this Plan will be construed and enforced as if such provisions had not been included.

8.12 **Acceptance of Terms.** As a condition to receipt of benefits under the Plan and being permitted to participate under it, each Participant agrees to accept the terms of this Plan.

8.13 **No Fiduciary Relationship.** Nothing contained in this Plan, and no action taken pursuant to its provisions by the Employer or the Participants will create, or be construed to create a fiduciary relationship between the Employer, Administrator or any Participant or beneficiary.

8.14 **Employer's Protective Clauses.**

- (a) Upon the failure of the Employer to obtain the insurance contemplated by this Plan (whether as a result of negligence, gross neglect or otherwise), a Participant's Benefits shall be limited to the insurance premium(s), if any, that remained unpaid for the period in question and the actual insurance proceeds, if any, received by the Employer or the Participant as a result of the Participant's claim.
- (b) The Employer's liability to a Participant shall only extend to and shall be limited to any payment actually received by the Employer from the Insurer. In the event that the full insurance Benefit contemplated is not promptly received by the Employer within a reasonable time after submission of a claim, then the Employer shall notify the Participant of such facts and the Employer shall no longer have any legal obligation whatsoever (except to execute any document called for by a settlement reached by the Participant). The Participant shall be free to settle, compromise or refuse the claim as the Participant, in his or her sole discretion, shall see fit.
- (c) The Employer shall not be responsible for the validity of any Insurance Contract issued hereunder or for the failure on the part of the Insurer to make payments provided for under any Insurance Contract. Once insurance is applied for or obtained, the Employer shall not be liable for any loss which may result from the failure to pay Premiums to the extent Premium notices are not received by the Employer.

- 8.15 **No Guarantee of Tax Consequences.** Neither the Administrator nor the Employer makes any commitment or guarantee that any amounts paid to or for the benefit of a Participant under the Plan will be excludable from the Participant's gross income for federal or state income tax purposes, or that any other federal or state tax treatment will apply to or be available to any Participant. Notwithstanding the foregoing, the rights of Participants under this Plan shall be legally enforceable.
- 8.16 **Funding.** Unless otherwise required by law, contributions to the Plan need not be placed in trust or dedicated to a specific Benefit, but shall instead be considered general assets of the Employer until the Premium Expense required under the Plan has been paid. Furthermore, and unless otherwise required by law, nothing herein shall be construed to require the Employer or the Administrator to maintain any fund or segregate any amount for the benefit of any Participant, and no Participant or other person shall have any claim against, right to, or security or other interest in, any fund, account or asset of the Employer from which any payment under the Plan may be made.
- 8.17 **Continuation of Coverage.** Notwithstanding anything in the Plan to the contrary, in the event any benefit under this Plan subject to the continuation coverage requirement of Code Section 4980B becomes unavailable, each Participant will be entitled to continuation coverage as prescribed in Code Section 4980B.
- 8.18 **Health Insurance Portability and Accountability Act.** Notwithstanding anything in this Plan to the contrary, this Plan shall be operated in accordance with HIPAA and regulations thereunder.
- 8.19 **Uniformed Services Employment and Reemployment Rights Act.** Notwithstanding any provision of this Plan to the contrary, contributions, benefits and service credit with respect to qualified

military service shall be provided in accordance with USERRA and the regulations thereunder, as well as any other applicable Regulations specific to the rights and obligations of Employers with Employees on active military leave.

- 8.20 **Genetic Information Nondiscrimination Act.** Notwithstanding any provision of this Plan to the contrary, this Plan shall be operated in accordance with GINA and regulations thereunder.

IN WITNESS WHEREOF, McKnight Crossings Church of Christ has caused this Plan to be executed in its name and on behalf of its officers there unto duly authorized this ____ day of _____, 20____.

McKnight Crossings Church of Christ

By: _____

Title: _____

This document has legal and tax consequences. The Employer acknowledges that it is advisable to have this document reviewed by legal counsel prior to adoption of this document. The Employer acknowledges that FIR Service, Inc., its affiliates, agents, employees and counsel have not been retained to provide any such review.

UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS OR OFFICERS OVERSEEING THE COMPANY OF
McKnight Crossings Church of Christ

THE UNDERSIGNED, consisting of all members of the Board of Directors (the "Board") of McKnight Crossings Church of Christ, a Missouri corporation (the "Company") on this 30th day of December, 2021 do hereby waive any and all requirements for the holding of a meeting of the Board and in lieu of holding such meeting, do hereby take the following actions and adopt the following resolutions by signing this unanimous written consent:

WHEREAS, the Board desires to adopt the McKnight Crossings Church of Christ Section 125 Premium Only Plan (the "Plan") effective January 01, 2022.

NOW THEREFORE BE IT RESOLVED, that the Plan is adopted and approved effective January 01, 2022;
And

FURTHER RESOLVED, that the President, Treasurer or Secretary is authorized and directed to take such actions as are appropriate and necessary to adopt the Plan; and

FURTHER RESOLVED, that the Secretary of the Corporation be and hereby is directed to file this Consent with the permanent records of the Corporation as the duly authorized act of the Board.

Bradford L. Apurum, Secretary

McKnight Crossings (MX) Section 125 Premium Only Plan

MX Employee Eligibility Criteria and MX Plan Benefits

Identification

McKnight Crossings Church of Christ
2515 S. McKnight Road
St Louis, MO 63124
EIN-43-0910590

Eligibility Requirements

MX employees who work over 30 hours per week are eligible to participate in the plan. Their eligibility is effective on the date of hire.

Optional Benefit Coverages

Health Benefits

MX will offer health benefits, which include group health and dental insurance. MX will reimburse each eligible employee, who elects such coverage, the lesser of \$1,100 per month or the cost of their monthly insurance premiums. Premiums will be determined by the insurance company based upon employee requested need of coverage; family, employee +spouse, or just employee.

Cash Option

Each MX eligible employee who does not elect to participate in the Plan to purchase the offered health benefits, will be allowed to receive, in cash, 80% of the church's actual "reimbursement" of the employee's health insurance premiums.

No. NE 1853



Certificate of Incorporation

WHEREAS, An Association organized under the name of

GLENDALE CHURCH OF CHRIST

has filed in the office of the Secretary of State, Articles of Incorporation in writing as provided by law and has, in all respects, complied with the requirements of The General Not For Profit Corporation Act of Missouri:

NOW, THEREFORE, I, WALTER H. TOBERMAN, Secretary of State of the State of Missouri, in virtue and by authority of law, do hereby certify that said association has, on the date hereof, become a body corporate duly organized under the name of

GLENDALE CHURCH OF CHRIST

and the address of its Initial Registered Office in Missouri is: 3485 Ludlow Street,
Bridgeton,

and is entitled to all the rights and privileges granted to corporations organized under The General Not For Profit Corporation Act of Missouri for a term of perpetual years.

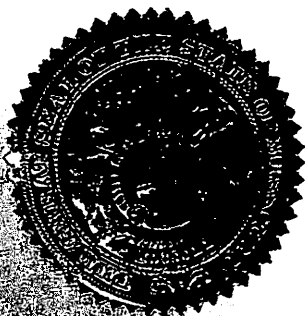
IN TESTIMONY WHEREOF, I hereunto set my hand and affix the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this

19th day of February A. D., Nineteen

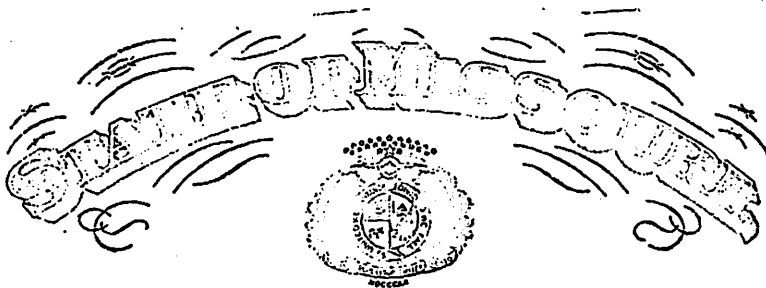
Hundred and Fifty-nine

Walter H. Toberman
SECRETARY OF STATE

CHIEF CLERK



CERTIFICATE OF INCORPORATION
of the



Certificate of Incorporation

WHEREAS, An Association organized under the name of

GLENDAL CHURCH OF CHRIST

has filed in the office of the Secretary of State, Articles of Incorporation in writing as provided by law and has, in all respects, complied with the requirements of The General Not For Profit Corporation Act of Missouri:

NOW, THEREFORE, I, WALTER H. TOREMAN, Secretary of State of the State of Missouri, in virtue and by authority of law, do hereby certify that said association has, on the date hereof, become a body corporate duly organized under the name of

GLENDAL CHURCH OF CHRIST

and the address of its Initial Registered Office in Missouri is: 3425 L. 11th Street,

Bridgeton,

and is entitled to all the rights and privileges granted to corporations organized under The General Not For Profit Corporation Act of Missouri for a term of perpetual years.

IN TESTIMONY WHEREOF, I hereunto set my hand and affix the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this

19th day of February A. D., Nineteen

Hundred and fifty-nine

Walter H. Toroman

SECRETARY OF STATE

CHIEF CLERK

ARTICLES OF INCORPORATION UNDER THE GENERAL
NOT FOR PROFIT CORPORATION ACT

TO WALTER H. TOBERMAN, SECRETARY OF STATE,
JEFFERSON CITY, MISSOURI

We, the undersigned,

Ray Farmer 3485 Ludlow Bridgeton, Missouri

C. E. Walton 1007 Tuxedo Blvd. Webster Groves, Mo.

Ralph S. White 7380 Maple Avenue Maplewood, Missouri

being natural persons of the age of twenty-one years or more and
citizens of the United States, for the purpose of forming a
Corporation under the "General not for Profit Corporation Act"
of the State of Missouri, do hereby adopt the following Articles
of Incorporation:

1. The name of the Corporation is: Glendale Church of Christ.
2. The period of duration of the Corporation is: Perpetual.
3. The address of its initial Registered Office in the State of
Missouri is: 3485 Ludlow Street in the City of Bridgeton,
County of St. Louis and the name of its initial Registered
Agent at said address is: Ray Farmer.

4. The first Board of Directors shall be three (3) in number,
their names and addresses being as follows:

Ray Farmer 3485 Ludlow Bridgeton, Missouri

C. E. Walton 1007 Tuxedo Blvd. Webster Groves, Mo.

Ralph S. White 7380 Maple Avenue Maplewood, Missouri

5. The purpose or purposes for which the Corporation is organ-
ized are:

To maintain, own, and have a place of religious worship;
to promote the reading and study of the Holy Bible as the
revealed Word of God; to promote the teaching and preaching
of the Gospel of our Lord and Saviour, Jesus Christ; to
promote, maintain, and defend the principles and faith of
the Christian religion; and to promote and maintain the
teachings and doctrine of the Church of Christ.

The Church of Christ's only authority for its teachings
and practice is the New Testament.

6. The directors of the corporation shall be elected by a vote of the members of the congregation, as detailed in the by-laws, except that any member of the congregation who professes any of the following beliefs shall not be entitled to vote:
- (1) The use of mechanical instruments of music in worship.
 - (2) Objection to active and financial support of homes maintained for orphans, widows or the aged.
 - (3) Objection to the support of Christian schools or colleges.
7. Upon dissolution or final liquidation all assets of the corporation shall be distributed as the board of directors in their sole discretion deem proper, providing such distribution meets the requirements of Section 355.250, RS Mo. 1949.

Ray Farmer
Ralph S. White
Walton

Incorporators

VERIFICATION

STATE OF Missouri
COUNTY OF St. Louis

SS.

I John J. Smith, a Notary Public, do hereby certify that on the 12 day of February, 1959, Ray Farmer, C. E. Walton and Ralph S. White personally appeared before me and being first duly sworn by me severally acknowledged that they signed as their free act and deed the foregoing document in the respective capacities therein set forth and declared that the statements therein contained are true, to their best knowledge and belief.

In Witness Whereof, I have hereunto set my hand and seal the day and year above written.

John J. Smith
Notary Public

My Commission Expires July 20, 1962

My commission expires: _____

DOMESTIC

No. MP 1953

Articles of Incorporation

NAME

Gleadow's Church of Christ

Location Bridgeport
Missouri

Amount of Authorized Shares \$

✓ or

Shares of No Par Value

For a Term of Per.

Years

Tax and Fee, \$ 10.00

FILED FOR RECORDING BY
RECORDING CLERK

FEB 19 1959

Clifford L. Tolson
Notary Public

Please read instructions on back
before attempting to execute.

CERTIFICATE OF CHANGE OF REGISTERED AGENT AND REGISTERED OFFICE BY
A FOREIGN OR DOMESTIC CORPORATION

UNDER THE

GENERAL NOT FOR PROFIT CORPORATION ACT

To THE SECRETARY OF STATE, JEFFERSON CITY, MISSOURI:

The undersigned corporation, organized and existing under the laws of the State of Missouri
for the purpose of changing its registered agent and its registered office, or both, in Missouri, as provided by the "General Not
For Profit Corporation Act," of Missouri, represents that:

1. The name of the corporation is Glendale Church of Christ
2. The address, including street and number, if any, of its present registered office (before change) is _____
3485 Ludlow Street, Bridgeton, Missouri
3. Its registered office (including street and number, if any change in the registered office is to be made) is hereby
changed to 1372 Beverly Ave. Glendale (22) Missouri
(Zone)
4. The name of its present registered agent (before change) is Ray Farmer
5. The name of the new registered agent is Ray Farmer
6. The address of its registered office and the address of the office of its registered agent, as changed, will be identical.
7. Such change was authorized by resolution duly adopted by the board of directors.

IN WITNESS WHEREOF, the undersigned corporation has caused this report to be executed in its name by its _____
President and its _____ Secretary, this 30th day of October 1961

Place
(Corporate Seal)
Here

FILED
DEC 1 1961

Glendale Church of Christ
(Exact Corporate Title)

By Ray Farmer
(Its _____ President)
Joseph D. White
(Its _____ Secretary)

(Note: This "change" must be signed by both officers, but may be verified by either.)

STATE OF Missouri
City _____ } ss.
COUNTY OF Saint Louis

I, John Joseph Concannon, Jr., a Notary Public, do hereby certify that
on the 30th day of October, A. D. 1961, personally appeared before me
George W. Barnett, and being first duly sworn by me, acknowledges that he
signed as his free act and deed the foregoing document in the capacity therein set forth and declared that the statements there-
in contained are true.

IN WITNESS WHEREOF, I have herunto set my hand and seal the day and year before written.

Place
(Notarial Seal)
Here

John Joseph Concannon Jr
Notary Public

My Commission expires 1/21/64



STATE of MISSOURI

JAMES C. KIRKPATRICK, Secretary of State

Corporation Department

Certificate of Amendment of a General Not For Profit Corporation

WHEREAS, MCKNIGHT ROAD CHURCH OF CHRIST (formerly: GLENDALE CHURCH OF CHRIST)
a corporation organized under The General Not For Profit Corporation Law of Missouri has
delivered to me duplicate originals of Articles of Amendment of its Articles of Incorporation
and has in all respects complied with the requirements of law governing the amendment of Articles
of Incorporation under The General Not For Profit Corporation Law of Missouri.

NOW, THEREFORE, I, JAMES C. KIRKPATRICK, Secretary of State of the State of Missouri,
do hereby certify that I have filed said Articles of Amendment as provided by law, and that
the Articles of Incorporation of said corporation are amended in accordance therewith.



IN TESTIMONY WHEREOF, I have hereunto set my hand and
affixed the GREAT SEAL of the State of Missouri, at the City
of Jefferson, this 9th day of July, 1968

James C. Kirkpatrick
Secretary of State

Deputy Secretary of State

RECEIVED OF: MCKNIGHT ROAD CHURCH OF CHRIST

Five and no/100-----Dollars \$ 5.00

For Credit of General Revenue Fund, on Account of Amendment Fee.



Dean M. Mitchell
Deputy Collector of Revenue
Madeline Reese



State of Missouri . . . Office of Secretary of State

JAMES C. KIRKPATRICK, Secretary of State

PAID

Certificate

File in Duplicate of Change
FILING FEE—\$1.00

Please read instructions on back
before attempting to execute.

The use of this form is mandatory

JUL 9 1968

RECEIVED

CERTIFICATE OF CHANGE OF REGISTERED AGENT AND REGISTERED OFFICE BY A FOREIGN OR DOMESTIC CORPORATION

UNDER THE

GENERAL NOT FOR PROFIT CORPORATION ACT

HONORABLE JAMES C. KIRKPATRICK
SECRETARY OF STATE
STATE OF MISSOURI
JEFFERSON CITY, MISSOURI 65101

Charter No. NP 1953

The undersigned corporation, organized and existing under the laws of the State of Missouri
for the purpose of changing its registered agent and its registered office, or both, in Missouri, as provided by the "General
Not For Profit Corporation Act," of Missouri, represents that:

1. The name of the corporation is McKnight Road Church of Christ (formerly Glendale Church of Christ)
2. The address, including street and number, if any, of its present registered office (before change) is _____
1372 Beverly Ave., Glendale, Missouri 63122
3. Its registered office (including street and number, if any change in the registered office is to be made) is hereby
changed to 1364 Beverly Ave., Glendale, (63122) Missouri
(Zip Code)
4. The name of its present registered agent (before change) is Ray Farmer
5. The name of the new registered agent is Ray Farmer
6. The address of its registered office and the address of the office of its registered agent, as changed, will be identical.
7. Such change was authorized by resolution duly adopted by the board of directors.

IN WITNESS WHEREOF, the undersigned corporation has caused this report to be executed in its name by its _____
President and its _____ Secretary, this 8th day of July, 1968

McKNIGHT ROAD CHURCH OF CHRIST
(Exact Corporate Title)

Place
(Corporate Seal)
Here

By John E. Fitzgerald
(Its 31 President)
Ray Farmer
(Its _____ Secretary)

(Note: This "change" must be signed by both officers, but may be verified by either.)

STATE OF Missouri
COUNTY OF St. Louis } ss.

I, Lorraine B. Fralton, a Notary Public, do hereby certify that
on the 8th day of July, A. D. 1968, personally appeared before me
Ray Farmer, and being first duly sworn by me, acknowledges that _____ he
signed as his free act and deed the foregoing document in the capacity therein set forth and declared that the statements
therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

Place
(Notarial Seal)
Here

Lorraine B. Fralton
Notary Public

My Commission expires April 24, 1969



STATE of MISSOURI
JAMES C. KIRKPATRICK, Secretary of State

Corporation Department

**Certificate of Amendment
of a
General Not For Profit Corporation**

WHEREAS, McKNIGHT ROAD CHURCH OF CHRIST
a corporation organized under The General Not For Profit Corporation Law of Missouri has delivered to me duplicate originals of Articles of Amendment of its Articles of Incorporation and has in all respects complied with the requirements of law governing the amendment of Articles of Incorporation under The General Not For Profit Corporation Law of Missouri.

NOW, THEREFORE, I, JAMES C. KIRKPATRICK, Secretary of State of the State of Missouri, do hereby certify that I have filed said Articles of Amendment as provided by law, and that the Articles of Incorporation of said corporation are amended in accordance therewith.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the GREAT SEAL of the State of Missouri, at the City of Jefferson, this 13th day of November, 1973.

James C. Kirkpatrick
Secretary of State

Deputy Secretary of State

I, JAMES C. KIRKPATRICK, Secretary of State of the State of Missouri, hereby certify that the copy of the Certificate of Amendment above set forth, is full, true, and complete, and that to the first issued certified copy thereof I have attached a copy of the Articles of Amendment referred to therein.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the GREAT SEAL of the State of Missouri, at the City of Jefferson, this 13th day of November, 1973.

James C. Kirkpatrick
Secretary of State

Deputy Secretary of State

**ARTICLES OF AMENDMENT
To The
ARTICLES OF INCORPORATION
of a
GENERAL NOT FOR PROFIT CORPORATION**

**HONORABLE JAMES C. KIRKPATRICK
SECRETARY OF STATE
STATE OF MISSOURI
JEFFERSON CITY, MISSOURI 65101**

The undersigned corporation, for the purpose of amending its Articles of Incorporation and pursuant to the provisions of the "General Not For Profit Corporation Law" of the State of Missouri, hereby executes the following Articles of Amendment:

1. The name of the corporation is McKnight Road Church of Christ.
2. There are no members, having voting rights with respect to amendments.
3. At a meeting of directors (members having no voting rights with respect to amendments) held on November 6, 1973, same receiving the votes of a majority of the directors then in office, the following amendment or amendments were adopted in the manner prescribed by the "General Not For Profit Corporation Law" of the State of Missouri:

1. Article 5 is hereby amended in its entirety to read as follows:

Said corporation is organized exclusively for charitable, religious, and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

2. Article 7 is hereby amended in its entirety to read as follows:

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 set forth in Article Five hereof. No substantial part of the activities of the 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, 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 section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

3. Article 8 is hereby added to read as follows:

Upon the dissolution or final liquidation of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or religious purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 as amended (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors in its sole discretion shall deem proper, providing such distribution is consistent with the provisions of Chapter 355 of the Revised Statutes of Missouri or the corresponding provisions of any future Missouri Not For Profit Corporation Law. Any such assets not so disposed of shall be disposed of by the court of equity of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes, in accordance with the provisions of the appropriate laws of the State of Missouri.

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Amendment to be executed in its name by its President, and its Secretary, this 8th day of November, 1973.

McKnight Road Church of Christ

By

C. C. Perry
Its President
Ray James
Its Secretary

STATE OF Missouri)
COUNTY OF Jefferson) SS.

I, Laurance B. Walker, a notary public, do hereby

certify that on the 8th day of November, 1973 Ray Farmer
(Acknowledgment by either officer is sufficient)
personally appeared before me and, being first duly sworn by me,
acknowledged that he signed as his free act and deed the foregoing
document in the capacity therein set forth and declared that the
statements therein contained are true, to his knowledge and belief.
IN WITNESS WHEREOF, I have hereunto set my hand and seal the day
and year before written.

Lorraine B. Huber
(Notary Public)

My commission expires: April 24, 1977

FILED AND CERTIFICATE
ISSUED

NOV 13 1973

James C. Criswell
Corporation Dept. SECRETARY OF STATE



STATE of MISSOURI
JAMES C. KIRKPATRICK, Secretary of State

Corporation Division

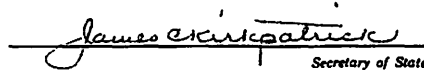
Certificate of Amendment
of a
General Not For Profit Corporation

WHEREAS, MCKNIGHT ROAD CHURCH OF CHRIST

a corporation organized under The General Not For Profit Corporation Law of Missouri has delivered to me duplicate originals of Articles of Amendment of its Articles of Incorporation and has in all respects complied with the requirements of law governing the amendment of Articles of Incorporation under The General Not For Profit Corporation Law of Missouri.

NOW, THEREFORE, I, JAMES C. KIRKPATRICK, Secretary of State of the State of Missouri, do hereby certify that I have filed said Articles of Amendment as provided by law, and that the Articles of Incorporation of said corporation are amended in accordance therewith.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed
the GREAT SEAL of the State of Missouri, at the City of Jefferson,
this 1st day of March, 1982.


Secretary of State

RECEIVED OF: MCKNIGHT ROAD CHURCH OF CHRIST

Five dollars and no/1.00 Dollars \$ 5.00

For Credit of General Revenue Fund, on Account of Amendment Fee.

No. N00001953



JAMES C. KIRKPATRICK, Secretary of State

FILED AND CERTIFICATE
ISSUED

MAR 1 1982

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF A
GENERAL NOT FOR PROFIT CORPORATION LAW

James C. Kirkpatrick
Corporation Dept. SECRETARY OF STATE

(To be submitted in duplicate by an Attorney)

HONORABLE JAMES C. KIRKPATRICK
SECRETARY OF STATE
STATE OF MISSOURI
JEFFERSON CITY, MISSOURI 65101

The undersigned corporation, for the purpose of amending its Articles of Incorporation and pursuant to the provisions of the "General Not For Profit Corporation Law" of the State of Missouri, hereby executes the following Articles of Amendment:

1. The name of the corporation is McKnight Road Church of Christ

2. There are no members, having voting rights with respect to amendments;
(Insert "no" or "some")

(Strike paragraphs (a), (b) or (c) when not applicable)

3. ~~(a) At a meeting of members, at which a quorum was present, held on _____ 19____~~
~~same receiving at least two thirds (2/3) of the votes entitled to be cast by the members of the corporation present~~
~~or represented by proxy at such meeting, the following amendments were adopted:--~~

~~(b) By a consent in writing signed by two thirds (2/3) of all the members of the corporation entitled to vote~~
~~with respect thereto, the following amendments were adopted:--~~

(c) At a meeting of directors (members having no voting rights with respect to amendments) held on
December 20, 1981, same receiving the votes of a majority of the directors then in office, the follow-
ing amendment or amendments were adopted;

4. Article number 6 is amended to read as follows;

"The directors of the corporation shall henceforth be
elected by the current Board of Directors in office.
Thereafter, the Board of Directors shall be self-
perpetuating, and elected in accordance with the
corporation's By-Laws."

(OVER)

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Amendment to be executed in its name by its President, and its Secretary, this 24th day of February, 1982.

McKnight Road Church of Christ

(CORPORATE SEAL)

(Exact Corporate Title)
By Vernon Dean Patrick
President
Bradford L. Stevens
Secretary
Bradford L. Stevens

STATE OF Missouri }
COUNTY OF St. Louis } ss.

I, Judith K. Miller, a Notary Public, do hereby certify that on the 24th day of February, 1982, Bradford L. Stevens

(Acknowledgment by either officer is sufficient)

personally appeared before me and, being first duly sworn by me, acknowledged that he signed as his free act and deed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true, to his knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

(NOTARIAL SEAL)

My commission expires 2/12/85

Judith K. Miller



State of Missouri . . . Office of Secretary of State

JAMES C. KIRKPATRICK, Secretary of State

File in Duplicate

FILING FEE — \$1.00

Please read instructions on back
before attempting to execute.

The use of this form is mandatory

CERTIFICATE OF CHANGE OF REGISTERED AGENT AND REGISTERED OFFICE BY A FOREIGN OR DOMESTIC CORPORATION

RECEIVED

UNDER THE

GENERAL NOT FOR PROFIT CORPORATION ACT

SEP 9 1983

HONORABLE JAMES C. KIRKPATRICK
SECRETARY OF STATE
STATE OF MISSOURI
JEFFERSON CITY, MISSOURI 65102

James C. Kirkpatrick
Corporation Dept, SECRETARY OF STATE

Charter No. N00001953
Missouri

The undersigned corporation, organized and existing under the laws of the State of Missouri for the purpose of changing its registered agent and its registered office, or both, in Missouri, as provided by the "General Not For Profit Corporation Act," of Missouri, represents that:

1. The name of the corporation is McKnight Road Church of Christ
2. The address, including street and number, if any, of its present registered office (before change) is 2515 McKnight Road, St. Louis, MO 63124
3. Its registered office (including street and number, if any change in the registered office is to be made) is hereby changed to 2515 McKnight Road, St. Louis, MO 63124 () Missouri
4. The name of its present registered agent (before change) is Ray Farmer (Zip Code)
5. The name of the new registered agent is V. Dean Patrick
6. The address of its registered office and the address of the office of its registered agent, as changed, will be identical.
7. Such change was authorized by resolution duly adopted by the board of directors.

IN WITNESS WHEREOF, the undersigned corporation has caused this report to be executed in its name by its President or Vice President and its Secretary or Asst. Secretary, this _____ day of _____, 19 83

McKnight Road Church of Christ

Place
(Corporate Seal)
Here

By *V. Dean Patrick* (Exact Corporate Title)
(Its President or Vice President)
Brookfield L. Stever
(Its Secretary or Asst. Secretary)

(Note: This "change" must be signed by both officers, but may be verified by either.)

STATE OF MISSOURI
COUNTY OF ST. LOUIS

I, TERRI A. LAHEY, a Notary Public, do hereby certify that on the 16th day of September, 19 83, personally appeared before me V. Dean Patrick, and being first duly sworn by me, acknowledges that he signed as his free act and deed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

Place
(Notarial Seal)
Here

TERRI A. LAHEY
Notary Public

My Commission expires 5/20/87

TERRI A. LAHEY
NOTARY PUBLIC—STATE OF MISSOURI
ST. LOUIS COUNTY
MY COMMISSION EXPIRES MAY 26 1987

**CHANGE OF REGISTERED AGENT
AND REGISTERED OFFICE**

**of
Night Road Church of Christ**

**under the
FEDERAL NOT FOR PROFIT CORPORATION
ACT**

NOTICE

certificate must be filed in duplicate. The corporation cannot act as its own registered agent.

The registered office may, but need not be the same as the principal office of the corporation. If the registered office and the registered address of the agent must be the same.

A subsequent change in the registered office or registered agent must be reported immediately to the Secretary of State on blanks furnished for that purpose.

James G. [Signature]
SECRETARY

FILED
SEP 19 1983

McKNIGHT ROAD CHURCH OF CHRIST

BY-LAWS

ARTICLE I

1. The principal office of the Corporation shall be in the City of Ladue, State of Missouri.

2. The board of directors shall consist of five members. The board of directors shall have full power and authority to manage and control the affairs of the Corporation. At any meeting of the board of directors a majority of the whole number of directors shall constitute a quorum for the transaction of business, and a majority of the votes of such quorum shall be sufficient to pass any measure before such meeting.

3. The directors shall be elected by the Elders of the congregation at their annual meeting held on the first Sunday of October in each year.

4. Vacancies and newly created directorships resulting from any increase in the authorized number of directors may be filled by a majority of the directors then in office, though less than a quorum, and the directors so chosen shall hold office until the next annual election and until their successors are duly elected and shall qualify, unless sooner displaced.

ARTICLE II

1. The board of directors shall elect a president, a vice president a secretary and a treasurer. Any number of offices

may be held by the same person, except the offices of president and secretary.

2. The duties of the president, vice president, secretary and treasurer shall be such as are usually imposed upon such officials of corporations and as required by law, and as may be assigned to them respectively by the board of directors.

3. The board of directors as it shall deem necessary may appoint other officers, agents, and employees, who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the board.

ARTICLE III

The board directors shall provide a suitable seal.

ARTICLE IV

Whenever under the by-laws and the article of incorporation an Elder of the congregation is entitled to vote in any election or on any question, he shall be entitled to cast in person or by proxy one vote on any one issue.

McKnight Road Church of Christ

By-Laws - Page 3

ARTICLE V

These by-laws may be amended or repealed at any regular or special meeting of the board of directors if notice of such amendment or repeal be contained in a notice of the meeting.

Adopted: July 10, 1968

Amended: August 21, 1973

CORPORATE BY-LAWS
OF
McKNIGHT ROAD CHURCH OF CHRIST

ARTICLE I

As a corporation subject to the General Not-for-Profit Corporation Act of the State of Missouri, the corporation shall have all the powers and authorities prescribed by statute.

ARTICLE II

Section 1. The Board of Directors shall consist of at least five (5) persons and not more than nineteen (19) persons. None of the directors need be residents of the State of Missouri.

Section 2. The Board of Directors shall be self-perpetuating, that is, each member of the Board in office at the time of the adoption of these by-laws shall continue in office indefinitely, until such time as his office becomes vacant by reason of death, resignation, retirement, disqualification, removal from office, or otherwise. Such vacancies, as they occur, shall be filled by a majority vote of the survivors of the remaining directors.

Section 3. Any director may be removed from office with or without cause, by vote of a majority of the entire board.

Section 4. Meetings of the Board of Directors, Regular or Special, may be held at any place either within or without the State of Missouri as designated by these by-laws, or from time to time by resolution of the Board of Directors or by written consent of the members of the Board. No notice, other than that effected by these by-laws, shall be required for the Annual meeting of the Board, which shall be held each year, commencing with 1982, on the first Sunday of October at 2:00 p.m. on that date, at the registered office of the corporation in the State of Missouri. Special meetings of the Board may be called, for any time at any place, by the President or any two (two) directors, on three (3) days notice to each director if such notice is given by mail, or upon twenty-four (24) hours notice if given personally or by telegraph or telephone.

All directors' meetings at which all are present, or sign a written consent thereto are legal, whether or not previous notice has been given. Any director may at any time waive any notice required to be given under the laws of Missouri or these by-laws. The presence of a director in person at a director's meeting shall be deemed such a waiver unless such director appears and specifically protests his lack of notice of any item of special business that may be brought up; provided, that such protest is made prior to the time that a vote is taken upon any motion or resolution pertaining to such business.

Section 5. A majority of the full Board of Directors shall be necessary and sufficient to constitute a quorum for the transaction of business, except that for the purposes of Section 2 above, a quorum shall be a majority of the survivors of the remaining directors. In any event, a lesser number shall have the power to adjourn any meeting from time to time until a quorum be present. Any question coming before the Board shall be determined by a majority of the survivors of the remaining directors. In any event, a lesser number shall have the power to adjourn any meeting from time to time until a quorum be present. Any question coming before the board shall be determined by a majority of those present; and, no director shall be disqualified from voting on any question in which he is personally interested, provided that his interest is known or disclosed to the other directors present at the meeting at which such question is being considered.

Section 6. The number of directors may be increased or decreased from time to time by amendment to these by-laws (an amendment to the Articles of Incorporation not being required), except that the number of directors shall be not less than three (3).

ARTICLE III

Section 1. The officers of the corporation shall consist of a President, a Vice-President, a Secretary, and a Treasurer. All officers shall be elected by the Board of Directors to serve at the pleasure of the Board until the next annual meeting of the Board.

Section 2. The President shall be the Chief Executive officer of the Corporation. He shall preside at all meetings of the corporation. He shall by virtue of his office be Chairman of the Board of Directors and appoint all committees, temporary or permanent.

Section 3. The Vice-President shall have the powers and perform the duties of the President during the absence or inability of the President.

GLENDALE CHURCH OF CHRIST

The Board of Directors **BY-LAWS**

ARTICLE I

Section 1. As recited in the articles of incorporation.

1. The principal office of the Corporation shall be in the City of Glendale, State of Missouri.

2. The board of directors shall consist of 3 members, one of whom shall be chosen by said board as its president, one as secretary, and one as treasurer, which board shall have full

power and authority to manage and control the affairs of the

These by-laws may be altered and amended at any time by the entire board of directors or by a vote of the majority of majority of the whole number of directors shall constitute a quorum for the transaction of business, and a majority of the of such meeting having been given in writing either by call or votes of such quorum shall be sufficient to pass any measure personal services to each member of the board by the president or before such meeting.

3. The board of directors shall be chosen from among the members as recited in the articles of incorporation at the annual meeting of said Corporation to be held at its principal

office on the first Tuesday of May in each year, and it shall be the duty of the secretary to give 15 days' notice in person or by mail to the members of such annual meeting.

4. In case of a vacancy in the board of directors, a majority of the remainder of the members thereof shall fill such vacancy, and such election shall be good until the next annual meeting of the members.

ARTICLE II

1. The duties of the president, secretary, and treasurer shall be such as are usually imposed upon such officials of Corporations and as are required by law, and such as may be assigned to them respectively by the board of directors, from time to time.

2. Other officers, agents, and employees may be appointed, and their duties assigned.

ARTICLE III

The board of directors shall provide a suitable seal.

ARTICLE IV

Each member, as recited in the articles of incorporation, shall be entitled to cast one vote at any election, or on any subject before any annual or special meeting of the members, and such votes may be cast whether in person or by written proxy.

ARTICLE V

These by-laws may be altered and amended at any time by the entire board of directors or by a vote of the majority of the board at a meeting held for the purpose, 15 days' notice of such meeting having been given in writing either by mail or personal service to each member of the board by the president or secretary.

secretary.

Adopted on the 6th day of May, 1959.

ATTEST:

C. E. Walton - Chairman
Ralph White - Secretary

In case of a vacancy in the board of directors, a majority of the remainder of the members thereof shall fill such vacancy, and such election shall be good until the next annual meeting of the members.

ARTICLE VI

The duties of the president, secretary, and treasurer shall be such as are usually imposed upon such officials of corporations and as are required by law, and such as may be assigned to them from time to time by the board of directors.

Other officers, agents and employees may be appointed and their duties assigned.

MINUTES OF THE ANNUAL MEETING

OF

MCKNIGHT ROAD CHURCH OF CHRIST

December 20, 1981

The Annual Meeting of the Board of Directors of the McKnight Road Church of Christ, a Missouri not-for-profit corporation, was held at the registered office of the corporation at 2515 McKnight Road, St. Louis, Missouri 63124 on Sunday, December 20, 1981. Present at the meeting were Vernon D. Patrick, who acted as Chairman of the meeting, William G. Haynes, J. Ray Farmer, and Bradford L. Stevens, constituting a quorum of the Board. Also present were Kern Sears, Richard Dolan, Rick Copeland and Don Fitzgerald. It was agreed by all of the Directors that all necessary business of the meeting could be conducted and all notices of the time and place and purpose of the meeting were waived, as confirmed by their signatures below. Samuel L. Laird was not present but agreed to waive notice and consent to the action taken as is evidenced by his signature below.

The meeting was opened with a prayer led by Will Haynes at 1:19 p.m. Thereafter, the President of the corporation gave a short status report to the Board.

The Secretary reported that he had attempted to assemble the corporate records but that many of the minutes and some of the original documents were missing. The Secretary then advised the Board that the current By-Laws could be construed to be out of step with the Articles of Incorporation, which originally provided for a membership type corporation. A discussion followed which indicated that the corporation's affairs had been conducted as if the the corporation already had a self-perpetuating Board of Directors. Upon motion duly made, seconded and carried it was:

RESOLVED, that the Articles of Incorporation of the corporation shall henceforth be amended as follows:

Article 6

The directors of the corporation shall henceforth be elected by the current Board of Directors in office. Thereafter, the Board of Directors shall be self-perpetuating, and elected in accordance with the corporation's By-Laws.

RESOLVED FURTHER, that the officers of the corporation shall be empowered and authorized to execute Articles of Amendment to the Articles of Incorporation of the corporation and to take all steps necessary and proper to effectuate this change in the Articles.

BE IT FURTHER RESOLVED, that the officers of the corporation shall be authorized to file whatever forms and papers as are necessary with the Internal Revenue Service to secure the corporation's taxexempt status under §501(c)(3) after the filing of these Articles of Amendment.

The Treasurer then gave a report of the corporation's financial status. The bill for the roof repairs was \$13,627.00 and sufficient monies were pledged by various individuals to meet this expense. Will Haynes then moved that the excess monies in the sinking fund be deposited in an interest-bearing account. The motion was seconded by Ray Farmer, and upon a voice vote, carried.

A discussion then ensued concerning the signatories on the corporation's bank accounts. Upon motion by Bradford L. Stevens, seconded by Ray Farmer, the following Resolution was unanimously adopted:

RESOLVED, that any two of the following individuals be authorized to sign checks on any of the corporation's bank accounts:

VERNON DEAN PATRICK
J. RAY FARMER
DONALD W. FITZGERALD
RICKY G. COPELAND
RICHARD STEPHENSON

RESOLVED FURTHER, that the Secretary of the corporation be authorized to execute on behalf of the corporation any necessary bank depository authorizations to effect this Resolution.

The Treasurer then reported that the corporation had purchased an IBM typewriter for use by the church secretary. It was reported that Patsy Schwab's personal typewriter had been

stolen while she was using the same at the church building. Upon motion duly made, seconded and carried it was:

RESOLVED, that the corporation reimburse Patsy Schwab the sum of \$1,035.00 dollars which represents the fair market value of her personal property which was lost while using the same in furtherance of this corporation's goals and purposes.

The Treasurer then requested that the corporation authorize, approve and ratify the following loans by the corporation from the following individuals:

| | |
|---------------------|-------------|
| JEAN BRIGGS | \$27,000.00 |
| ANN BRIGGS | 10,000.00 |
| GRACE DOLAN | 5,000.00 |
| RALPH ASTON | 5,000.00 |
| DICK HILL | 4,000.00 |
| ROGER KNIGHT | 2,000.00 |
| ROY POTTGEN | 1,000.00 |
| JUNIATA POTTGEN | |
| DIESTLEKAMP | 1,000.00 |
| BRADFORD L. STEVENS | 1,000.00 |
| ROBERT SCHWENKER | 500.00 |
| STEVE BERRY | 2,000.00 |

Total \$58,500.00

Will Haynes then moved the authorization and ratification of the loans outlined above for various terms and interest rates. Ray Farmer seconded the motion. Bradford L. Stevens indicated that he would abstain from voting since his loan was a part of the consideration of the motion. Whereupon the following Resolution was unanimously adopted by the participating directors:

RESOLVED, that the prior loans made by the corporation are hereby approved and ratified on the terms and conditions set forth in the various corporate notes heretofore issued.

Under old business Will Haynes moved and Ray Farmer seconded the ratification of the sale of the green van. Upon a voice vote the following Resolution was unanimously carried:

RESOLVED, that the corporation ratify the sale of the green van for a sale price of \$3,400.00.

The Secretary then moved to suspend the proposed agenda to take up the matter of amending the By-Laws. The motion was seconded and unanimously carried. A proposed set of By-Laws was distributed to the members of the Board and a discussion followed. Thereafter, upon motion by Bradford L. Stevens,

seconded by Will Haynes, the following Resolution was unanimously adopted:

RESOLVED, that the form of By-Laws attached to these minutes as Exhibit A and incorporated herein by reference shall henceforth be the By-Laws of the corporation effective immediately upon the passage of this Resolution, and that all other and former By-Laws of the corporation are hereby repealed.

The next order of business was the election of Directors in accordance with the newly adopted By-Laws. Whereupon, the following individuals were duly nominated, and upon motion, and second unanimously elected to the Board until the next annual meeting or until their successors qualify:

VERNON DEAN PATRICK
J. RAY FARMER
RICHARD DOLAN
WILLIAM G. HAYNES
KERN SEARS
RICKY G. COPELAND
DONALD W. FITZGERALD
RICHARD STEPHENSON
BRADFORD L. STEVENS

Thereafter the following nominations were made for officers, and upon motion duly made and seconded the following persons were elected to the offices set forth opposite their name:

| <u>NAME</u> | <u>OFFICE</u> |
|----------------------|---------------------|
| VERNON DEAN PATRICK | President |
| WILLIAM G. HAYNES | Vice-President |
| BRADFORD L. STEVENS | Secretary |
| RICKY G. COPELAND | Treasurer |
| DONALD W. FITZGERALD | Assistant Treasurer |

The next order of business was a discussion of various real estate proposals concerning the Rock Hill Road properties owned by the church. After much discussion no decision was made in this regard. It was reported that the corporation had entered into two leases the two of the houses. Whereupon, upon motion duly made and seconded it was unanimously carried that the following Resolution was passed:

RESOLVED, that the lease agreements for the two properties owned by the corporation on North Rock Hill Road are hereby ratified and that the officers of the corporation be authorized to execute any and all documents necessary to provide for the occupancy

and lease of the premises upon terms and conditions that, in the discretion of the officers, are favorable to the corporation.

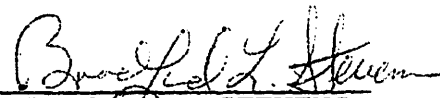
Bradford L. Stevens then questioned the corporation's policy concerning acceptance of gifts, bequests, and devises that were beyond the scope of the Sunday morning and evening freewill offering. The President assigned the Treasurer and Assistant Treasurer the responsibility to formulate a policy that could be adopted by the Board and communicated to the employees and the church as a whole for future use.

The President then brought a request from Peggy Finian that the corporation certify her salary and support to persons unknown in France for what appeared to be Visa purposes. It was decided to defer corporate action at this time.

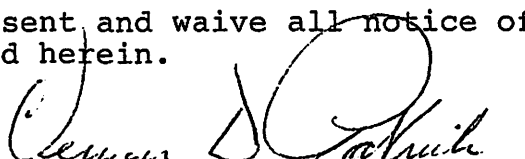
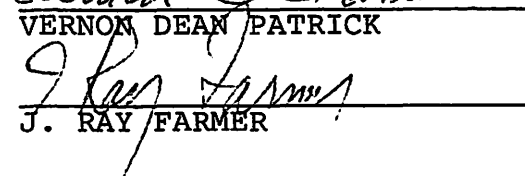
Bradford L. Stevens then requested a clarification of the corporation's policy in regard to certifying parsonage deductions under §107 IRC for certain church employees. The President asked the Treasurer and Assistant Treasurer to include this in their report to the Board.

There being no further business to come before the Board, the same was upon motion duly made, seconded and carried adjourned at 4:13 p.m.


VERNON DEAN PATRICK,
President


ATTEST: 
BRADFORD L. STEVENS,
Secretary

The undersigned consent and waive all notice of meeting and the actions contained herein.


VERNON DEAN PATRICK

J. RAY FARMER


WILLIAM G. HAYNES


BRADFORD L. STEVENS


SAMUEL L. LAIRD

Constituting all of the Board of
Directors of the McKnight Road Church
of Christ.

MINUTES OF A SPECIAL MEETING
OF
MCKNIGHT ROAD CHURCH OF CHRIST

June 16, 1982

A Special Meeting of the Board of Directors of the McKnight Road Church of Christ, a Missouri not-for-profit corporation was held at the registered office of the corporation at 2515 McKnight Road, St. Louis, Missouri 63124 on Sunday, June 16, 1982. Present at the meeting were Vernon Dean Patrick, J. Ray Farmer, William G. Haynes, Richard Dolan and Bradford L. Stevens, constituting a quorum. All of the directors of the corporation waived notice of the time and place of the meeting, as evidenced by their signatures appended hereto, and consented to the action taken by the Board.

The meeting was opened by prayer at 5:16 p.m. Thereafter, the President reported that Ron Miller had agreed to accept employment to serve as a minister to the church. The President reported that the Elders had discussed hiring Ron on the basis of a \$30,000.00 per annum salary, of which \$9,000.00 of that amount would be designated as a housing allowance. In addition, \$1,500.00 would be reimbursed to Ron Miller as a moving allowance. The President also reported that the corporation would pay the sum of \$141.07 per month towards the hospitalization and medical plan of the employee's choice. After further discussion, upon motion of William G. Haynes, duly seconded, the following resolution was unanimously adopted:

RESOLVED, that the corporation hire Ron Miller as a minister with an annual salary of \$30,000.00 per annum of which \$9,000.00 shall be designated by the officers of the corporation to be a housing allowance.

RESOLVED FURTHER, that the corporation will pay to the medical insurance plan of the employee's choice the sum of \$141.07 per month.

RESOLVED FURTHER, that the sum of \$1,500.00 be paid to Ron Miller for a moving allowance.

The President then reported that in order to induce the employee to accept the above stated terms of employment that it

would be necessary to make a loan to Ron Miller from the corporation to enable him to purchase adequate housing. After a discussion concerning the sources of monies for such a loan it was moved, seconded and unanimously:

RESOLVED, that corporation loan to Ron and Carolyn Miller, his wife, the sum of \$13,000.00, said sum to be amortized over a sixty (60) month period with equal payments of principal and interest, with interest at the rate of 11½% per annum.

Thereafter, in order to raise the monies necessary to loan to the Millers, it was agreed that \$3,500.00 would be transferred from the corporation's sinking fund. William G Haynes then offered to loan the corporation the sum of \$3,500.00 for 5 years at 10% per annum, and also reported that Edward Tritschler had offered to loan \$6,000.00 to the corporation for 1 year at 12% per annum. On motion duly made and seconded it was unanimously:

RESOLVED, that the corporation borrow the sum of \$3,500.00 from William G. Haynes for 5 years at a rate of interest not to exceed 10%, and

RESOLVED FURTHER, that the corporation borrow the sum of \$6,000.00 from Edward Tritschler for 1 year at a rate of interest not to exceed 12% per annum, and

RESOLVED FURTHER, that the officers of the corporation shall be empowered to execute any and all documents, including notes to effect the intent of this resolution.

The next order of business to come before the meeting was the proposed sale of the real estate known and numbered as 1350 N. Rock Hill Road. The President reported that due to the current problems with the budget that it would be necessary for the corporation to liquidate some of its fixed assets to meet current and anticipated future expenses. After discussion, it was moved by Richard Dolan, and seconded, that:

WHEREAS, the corporation is in need of cash to meet its

obligations and it is therefore necessary to raise money by liquidating some of the corporation's fixed assets.

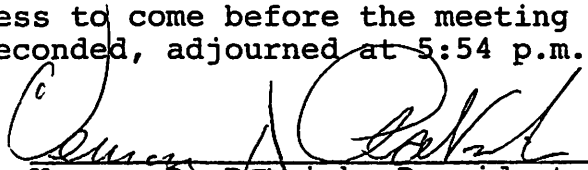
NOW, THEREFORE, BE IT RESOLVED, that the corporation authorizes its officers to sell the real estate known numbered as 1350 N. Rock Hill Road for a purchase price of not less than \$50,000.00.

RESOLVED FURTHER, that the officers of the corporation are hereby authorized to take all steps necessary and proper, including the hiring of a realty company, if necessary, to effectuate a sale; and, to sign any and all contracts for sale, closing documents, deeds, or papers of any sort.

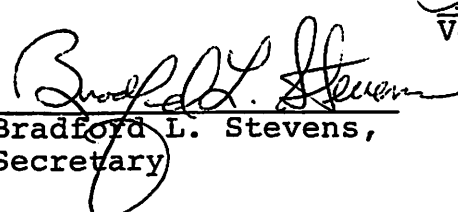
Ray Farmer then brought up for discussion the operating expenses of the corporation's van. After discussion it was moved and seconded and unanimously:

RESOLVED, that the officers of the corporation shall be authorized to sell the van for a price of not less than \$100.00, and to execute all necessary papers, certificates of title, etc.

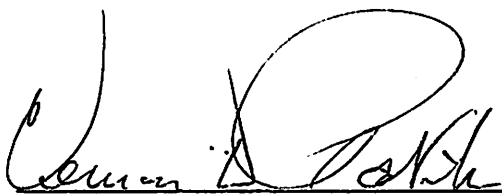
There being no further business to come before the meeting the same was upon motion, duly seconded, adjourned at 5:54 p.m.


Vernon D. Patrick, President

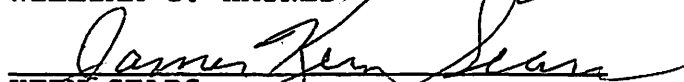
ATTEST:

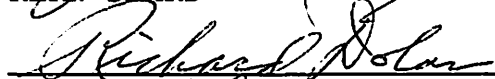

Bradford L. Stevens,
Secretary

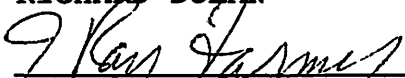
The undersigned, constituting all of the members of the Board of Directors of the McKnight Road Church of Christ do hereby waive notice of the time and place of the above Special Meeting and do by these presents consent to the actions taken by the Board as set out hereinabove.


VERNON DEAN PATRICK


WILLIAM G. HAYNES


KERN SEARS


RICHARD DOLAN


J. RAY FARMER


RICHARD STEPHENSON


RICKY G. COPELAND


DONALD W. FITZGERALD


BRADFORD L. STEVENS

Dated: June 16, 1982

MINUTES OF THE ANNUAL MEETING

OF

McKNIGHT ROAD CHURCH OF CHRIST

October 10, 1982

The Annual Meeting of the Board of Directors of the McKnight Road Church of Christ, a Missouri not-for-profit corporation, was held at the registered office of the corporation at 2515 McKnight Road, St. Louis, Missouri 63124 on Sunday, October 10, 1982. Present at the meeting were V. Dean Patrick, J. Ray Farmer, Kern Sears, Richard Dolan, William G. Haynes, Richard Stephenson, Ricky G. Copeland and Bradford L. Stevens, constituting a quorum of the Board. Donald W. Fitzgerald was not present but agreed to waive notice and consent to the action taken at the meeting as is evidenced by his signature to these minutes.

V. Dean Patrick, President of the corporation, acted as Chairman of the meeting, and Bradford L. Stevens, Secretary to the corporation, acted as Secretary of the meeting.

The meeting was opened with prayer led by Richard Dolan at 5:22 p.m. Thereafter, the President called upon the Treasurer to give the Board a report. After appraising the Board of the church's current financial status, the Treasurer reported that there were still problems in dealing with the corporation's treatment of various gifts and grants that were beyond the scope of the church's freewill offering. After much discussion, the President assigned the Treasurer and Secretary to formulate a policy that could be reviewed and adopted by the whole Board at it's next meeting.

The next order of business concerned the election of new directors to serve the corporation for the next term. Upon the motion of Ray Farmer, duly seconded the following candidates were nominated as a slate and unanimously elected to serve the corporation as directors for the ensuing year:

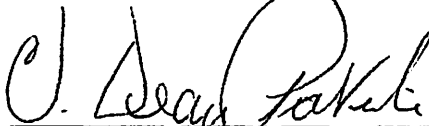
VERNON DEAN PATRICK
J. RAY FARMER
WILLIAM G. HAYNES
RICHARD DOLAN
KERN SEARS
RICKY G. COPELAND
DONALD W. FITZGERALD
RICHARD STEPHENSON
BRADFORD L. STEVENS

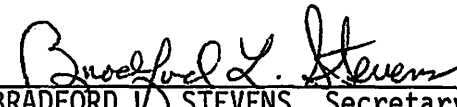
Thereafter, the Chairman opened the floor to nominations for officers, at which time he nominated Kern Sears for the office of President, seconded by Ricky G. Copeland. Kern Sears then nominated a slate of officers being those individuals who were currently serving the corporation in their respective capacities, said nomination being approved by the unanimous consent of all of the directors. Upon a vote the following were elected by the Board to serve as the

corporation's officers for the next year:

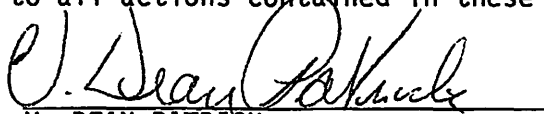
| OFFICE | NAME |
|---------------------|----------------------|
| President | V. Dean Patrick |
| Vice President | William G. Haynes |
| Secretary | Bradford L. Stevens |
| Treasurer | Ricky G. Copeland |
| Assistant Treasurer | Donald W. Fitzgerald |


There being no further business to come before the meeting, the same was, upon motion duly made and seconded, adjourned at 5:52 p.m.

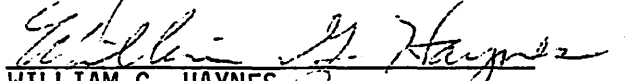

V. DEAN PATRICK, CHAIRMAN

ATTEST: 
BRADFORD L. STEVENS, Secretary

The undersigned consent and waive all notice of the time and place of meeting and consent to all actions contained in these minutes.


V. DEAN PATRICK


J. RAY FARMER


WILLIAM G. HAYNES


KERN SEARS


RICHARD DOLAN

RICHARD STEPHENSON


DONALD W. FITZGERALD


RICKY G. COPELAND


BRADFORD L. STEVENS

Minutes of a Special Meeting
of
McKnight Road Church of Christ
July 31, 1983

A Special Meeting of the Board of Directors of McKnight Road Church of Christ, a Missouri not-for-profit corporation, was held on July 31, 1983 at the offices of the corporation pursuant to call by the President. Present at the meeting were V. Dean Patrick, J. Ray Farmer, William G. Haynes, Richard Dolan, J. Kern Sears, Rickey G. Copeland, Richard Stephenson and Bradford L. Stevens, constituting a quorum. All of the directors waived notice of the time and place of the meeting as evidenced by their signatures appended hereto, and consented to all actions taken by the Board.

V. Dean Patrick, President of the corporation, acted as Chairman of the meeting, and Bradford L. Stevens, secretary of the corporation, acted as Secretary to the meeting.

The meeting was opened by prayer at 5:08 p.m. The President then gave a report to the Board concerning the decision by several members of the congregation to leave and start a new congregation to be known as the Mid-County Church of Christ. It was reported that Stanley Shipp, Ben Williams and Ryan Howard have resigned from the internship program to become evangelists for the new church. It was anticipated that the new church would begin meeting in mid-August. A general discussion then ensued regarding transfer of certain church assets to the new church. It was decided to take no action at this time until the Mid County Church of Christ had established its tax exempt status under section 501(c)(3) of the Internal Revenue Code.

The Treasurer reported on the status of the church's accounts, and it was suggested that pending further reorganization of the deacons, that the signature cards be changed. Upon motion made by William G. Haynes, seconded by J. Ray Farmer and unanimously carried it was:

RESOLVED, that any two of the following individuals be authorized to sign checks on behalf of the corporation on any of the corporation's bank accounts:

V. Dean Patrick
J. Ray Farmer
Richard Dolan
William G. Haynes
Rickey G. Copeland

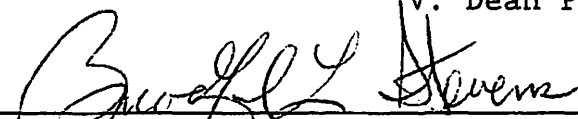
RESOLVED FURTHER, that the Secretary be, and hereby is, from time to time, authorized to certify to any depository institution the names of those so authorized to withdraw funds.

The Treasurer then gave a financial report regarding the cash flow problems in meeting the church's obligations. A discussion of personnel followed. There being no further business to come before the Board, the same was upon motion duly made, seconded and carried adjourned at 5:54 p.m.



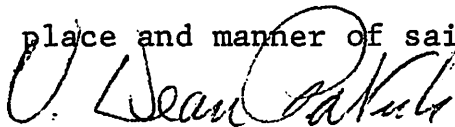
V. Dean Patrick, Chairman

Attest:



Bradford L. Stevens, Secretary

The undersigned hereby consent to the actions taken and waive all notice of the time, place and manner of said meeting.



V. Dean Patrick

J Ray Farmer

J. Ray Farmer

William G. Haynes

William G. Haynes

Richard Dolan

Richard Dolan

Richard Stephenson

Richard Stephenson

Rickey G. Copeland

Rickey G. Copeland

Donald W. Fitzgerald

Donald W. Fitzgerald

Bradford L. Stevens

Bradford L. Stevens

Kern Sears

Kern Sears

MINUTES OF A SPECIAL MEETING
OF
McKNIGHT ROAD CHURCH OF CHRIST

August 20, 1983

A Special Meeting of the Board of Directors of McKnight Road Church of Christ, a Missouri not-for-profit corporation, was held on August 21, 1983 at the offices of the corporation pursuant to call by the President. Present at the meeting were V. Dean Patrick, William G. Haynes, J. Kern Sears, Rickey G. Copeland, Richard Doland and Bradford L. Stevens, constituting a quorum. All of the directors waived notice of the time and place of the meeting as evidenced by their signatures appended hereto, and consented to all actions taken by the board.

V. Dean Patrick, President of the corporation, acted as Chairman of the meeting, and Bradford L. Stevens, Secretary of the corporation, acted as Secretary to the meeting. The President then reported that in light of J. Ray Farmer's resignation, that it was necessary for the corporation to change its registered agent. Upon motion duly made, seconded and unanimously carried, it was,

RESOLVED, that V. Dean Patrick be appointed the registered agent of the corporation; and,

BE IT FURTHER RESOLVED, that the officers of the corporation be authorized to file with the Office of the Secretary of State all papers necessary to change the corporation's registered agent.

A discussion then ensued regarding the necessity to change the authorized signatures on the corporation's bank accounts. Upon motion duly made, seconded and unanimously carried it was:

RESOLVED, that any two of the following individuals be authorized to sign checks on behalf of the corporation on any of the corporation's bank accounts:


V. Dean Patrick
Richard Dolan
William G. Haynes
Rickey G. Copeland

RESOLVED FURTHER, that the Secretary be, and hereby is, from time to time, authorized to certify to any depository institution the names of those so authorized to withdraw funds.

The Treasurer then reported that there was a balance of \$4,858.87 in the intern account and that he had been requested to turn over the proceeds to Don Fitzgerald as a representative of the Mid-County Church of Christ. After discussion regarding distribution of assets to non-tax exempt entities, it was suggested that the corporation loan such funds to the Mid-County Church of Christ pending determination of their tax exempt status. Upon motion duly made, seconded and unanimously carried it was:

RESOLVED, that the corporation loan to the Mid-County Church of Christ the sum of \$4,858.87.

There being no further business to come before the Board, the same was upon motion duly made, seconded and carried adjourned at 6:13 p.m.


V. DEAN PATRICK, Chairman

Attest:


BRADFORD L. STEVENS, Secretary

The undersigned hereby consent to the actions taken and waive all notice of the time, place and manner of said meeting.


V. DEAN PATRICK


RICHARD STEPHENSON



WILLIAM G. HAYNES


RICKEY G. COPELAND


RICHARD DOLAN


J. KERN SEARS


BRADFORD L. STEVENS


J. RAY FARMER


DONALD W. FITZGERALD

R E S I G N A T I O N

I, DONALD W. FITZGERALD, hereby resign as an officer and director of McKnight Road Church of Christ effective the date below.

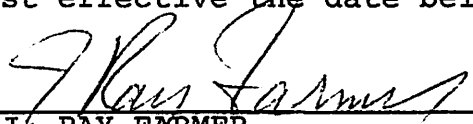


DONALD W. FITZGERALD

Dated: October 1, 1983

R E S I G N A T I O N

I, J. RAY FARMER, hereby resign as an officer and director of McKnight Road Church of Christ effective the date below.



J. RAY FARMER

Dated: October 1, 1983

ANNUAL MEETING
OF THE BOARD OF DIRECTORS
OF
MCKNIGHT ROAD CHURCH OF CHRIST
November 17, 1983

The Annual Meeting of the Board of Directors of McKnight Road Church of Christ, was held at the offices of the corporation at 2515 McKnight Road, St. Louis, Missouri 63144, on the 17th day of November, 1983, at 7:45 p.m.

The following were present: V. Dean Patrick, William G. Haynes, Richard M. Dolan, Rick Copeland, Richard Stephenson and Bradford L. Stevens, constituting a quorum of all of the Directors of the corporation. As indicated by their signatures appended hereto, all Directors waive all notice of the time, place and subject matter of the meeting.

The President acted as Chairman of the meeting and the Secretary acted as Secretary of the meeting.

The President gave a report concerning the status of the Mid-County Church of Christ. Thereafter, the Treasurer gave a financial report indicating that the corporation was experiencing a cash flow problem. On motion duly made, seconded and unanimously carried, it was:

RESOLVED, that the corporation borrow monies not to exceed Four Thousand Dollars (\$4,000.00) from the Bank of Sullivan to be evidenced by a demand note for six (6) months at the prevailing market rate of interest; and

RESOLVED FURTHER, that the officers of the corporation be authorized to execute any and all loan documents, promissory notes and any and all other papers necessary to effect this loan.

The Chairman called for nominations of Directors for the following year. A discussion ensued concerning the number of Directors. The consensus was that five (5) Directors should be elected, three (3) of whom would be the elders, so as to maintain a majority control by the elders on the Board of Directors.

On motion made by William G. Haynes, seconded by Richard M. Dolan the following names were submitted for nomination as Directors:

William G. Haynes
V. Dean Patrick
Richard M. Dolan
Rick Copeland
Bradford L. Stevens

No further nominations having been made the nominations were closed and the aforesaid nominees were unanimously elected to be the Directors of the corporation for the ensuing year, or until their successors are appointed and shall have qualified.

The Chairman then called for nomination of officers of the corporation to hold office for the terms prescribed in the By-Laws. The following persons were nominated for the offices set forth opposite their names:

OFFICERS

President
Vice-President
Secretary
Treasurer

NAMES

V. Dean Patrick
William G. Haynes
Bradford L. Stevens
Rick Copeland

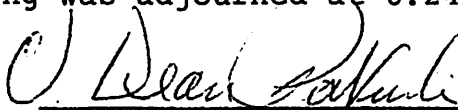
No further nominations having been made, the nominations were closed and the aforesaid nominees were unanimously elected by the Directors to the offices set forth opposite their names for the term provided in the By-Laws.

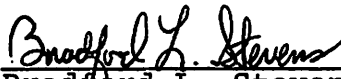
The Chairman then discussed the need to ratify the purchase by the corporation of the Canon NP-125 copier from Datamax Office Systems for the price of \$2,895.00. Upon motion duly made, seconded and unanimously carried it was:

RESOLVED, that the purchase by the corporation of the Canon NP-125 copier from Datamax Office Systems is hereby ratified and affirmed by the corporation.

A discussion ensued regarding selling the mimeograph machine. It was suggested that quotations be obtained regarding its value and if the same could be sold for a reasonable amount, that the officers should do so.

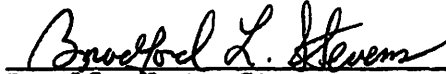
There being no other business, on motion duly made, seconded and carried, the meeting was adjourned at 8:24 p.m.

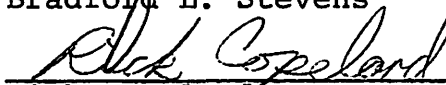

V. Dean Patrick, Chairman

Attest: 
Bradford L. Stevens,
Secretary

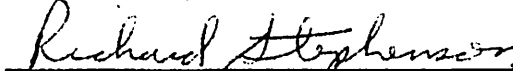
The undersigned, constituting all of the Directors of the above-captioned corporation, hereby waive all notice of the time, place and subject matter of the annual meeting and consent to all actions taken therein.


V. Dean Patrick


Bradford L. Stevens


Rick Copeland


Richard M. Dolan



Richard Stephenson

William G. Haynes
William G. Haynes

J. Kern Sears
J. Kern Sears

RESIGNATION

I, Richard M. Dolan hereby resign as a director of the McKnight Road Church of Christ effective the date below.


RICHARD M. DOLAN

DATED: February 12, 1984

SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

MCKNIGHT ROAD CHURCH OF CHRIST

February 13, 1984

A Special Meeting of the Board of Directors of McKnight Road Church of Christ was held at the offices of the corporation at 2515 McKnight Road, St. Louis, Missouri 63144, on the 13th day of February, 1984, at 7:23 p.m.

The following were present: V. Dean Patrick, William G. Haynes, Ricky G. Copeland and Bradford L. Stevens, constituting a quorum of all the Directors of the corporation. As indicated by their signatures appended hereto, all Directors waived all notice of the time, place and subject matter of the meeting.

The President acted as Chairman of the meeting and the Secretary acted as Secretary of the meeting.

The Secretary reported that Richard M. Dolan had resigned as a Director of the corporation effective February 12, 1984. It was suggested that Edward A. Tritschler be appointed to fill the unexpired term of the Director. Whereupon, upon motion duly made, seconded and unanimously carried, it was:

RESOLVED, that Edward A. Tritschler be elected to the vacated office of Director of the corporation to serve the balance of the term for the ensuing year.

A discussion then ensued regarding the necessity of changing the authorized signatures of the corporation's bank accounts. Upon motion duly made, seconded and unanimously carried, it was:

RESOLVED, that any two of the following individuals be authorized to sign checks on behalf of the corporation on any of the corporation's bank accounts:

V. Dean Patrick

Edward A. Tritschler

William G. Haynes


Ricky G. Copeland

The Chairman then stated that the corporation needed to fix the housing allowance of Ron Miller for the calendar year 1984. After further discussion, on motion duly made, seconded and unanimously carried, the following resolution was adopted:

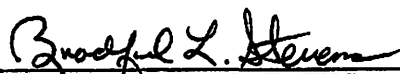
RESOLVED, that the annual salary of Ron Miller for the calendar year 1984 for serving the church as a minister will be Thirty-Four Thousand Dollars (\$34,000.00), of which Twenty Thousand Dollars (\$20,000.00) shall be designated by the officers of the corporation to be a housing allowance.

The Chairman then discussed the need to formalize a lease of the property known and numbered as 1368 North Rock Hill Road with Mr. and Mrs. J. M. Santo. After further discussion, it was decided to table any action at this time.

There being no further business to come before the Board, the same was upon motion duly made, seconded and carried adjourned at 8:12 p.m.


V. DEAN PATRICK, Chairman

Attest:


BRADFORD L. STEVENS,
Secretary

The undersigned hereby consent to the actions taken and waive all notice of the time, place and manner of said meeting.



V. DEAN PATRICK



WILLIAM G. HAYNES



BRADFORD L. STEVENS



RICKY G. COPELAND

SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

McKNIGHT ROAD CHURCH OF CHRIST

May 14, 1984

A Special Meeting of the Board of Directors of McKnight Road Church of Christ was held at the offices of the corporation at 2515 McKnight Road, St. Louis, Missouri 63144, on the 14th day of May, 1984 at 7:45 p.m. The following were present: V. Dean Patrick, William G. Haynes, Ricky G. Copeland, Edward A. Tritschler and Bradford L. Stevens, constituting all of the directors of the corporation. It is indicated by their signatures appended hereto, all directors waived all notice of the time, place and subject matter of the meeting.

The President acted as Chairman of the meeting and Secretary acted as Secretary of the meeting.

The Chairman stated that it would be in the church's best interest to hire Michael A. Runcie as a youth/family minister. The Chairman reported that Michael Runcie would be willing to serve in that capacity at an annual salary of \$23,500.00, including payment by the corporation of an insurance premium for a suitable family medical plan. The Chairman also suggested that the church provide him the sum of \$1,500.00 as a moving allowance. It was suggested that \$15,000.00 of his base salary be designated as a housing allowance. After

further discussion, upon motion duly made, seconded and unanimously carried, it was:

RESOLVED, that the corporation hire Michael A. Runcie as a youth/family minister with an annual salary of \$23,500.00 per annum of which \$15,000.00 shall be designated by the officers of the corporation to be a housing allowance.

RESOLVED FURTHER, that the corporation will pay the premiums to a medical insurance plan of the employee's choice for suitable family medical care.

RESOLVED FURTHER, that the sum of \$1,500.00 be paid to Michael A. Runcie as and for a moving allowance.

It was agreed that his effective date of employment would be sometime after June 1, 1984 as soon as he could sell his house and relocate in the St. Louis area.

The next order of business brought before the Board by the Chairman was the proposal to sell the real estate known and numbered as 1368 North Rock Hill Road. After discussion regarding the appropriate sale price, it was agreed that the Secretary of the corporation would attempt to secure an appraisal.

The Treasurer then brought up for discussion the current costs of operating the corporation's van. After discussion, it was, upon motion duly made, seconded and carried:

RESOLVED, that the officers of the corporation shall be authorized to sell the corporation's 1974 Dodge Van at the best price obtainable and that the officers of the corporation are hereby authorized to execute all necessary papers, certificates of title, and to do any and all other things necessary and proper to dispose of the van.

The Treasurer then suggested that the corporation obtain a safety deposit box in which to store the corporation's records. After discussion, it was, upon motion duly made, seconded and carried:

RESOLVED, that the Treasurer be authorized to open a safety deposit box in the name of the corporation with County Bank of Webster Groves and that each of the corporation's officers be an authorized signatory upon said account, and that the officers of the corporation are hereby authorized to execute any and all signature cards and authorizations necessary in order to secure said safety deposit box.


There being no further business to come before the meeting, the same was, upon motion duly made, seconded and carried, adjourned at 8:34 p.m.

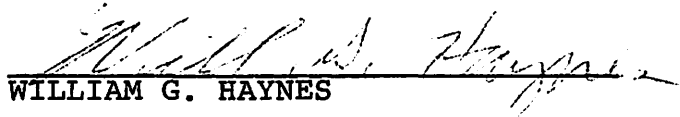

V. DEAN PATRICK, President

ATTEST:


BRADFORD L. STEVENS, Secretary

The undersigned, constituting all of the members of the Board of Directors of McKnight Road Church of Christ do hereby waive notice of the time and place of the above Special Meeting and do by these presents consent to the actions taken by the Board as set out hereinabove.


V. DEAN PATRICK


WILLIAM G. HAYNES

Ricky G. Copeland
RICKY G. COPELAND

Edward A. Tritschler
EDWARD A. TRITSCHLER

Bradford L. Stevens
BRADFORD L. STEVENS

DATED: May 14, 1984

SPECIAL CONSENT OF THE BOARD OF DIRECTORS
OF
McKNIGHT ROAD CHURCH OF CHRIST

Pursuant to the provisions of §355.145.3 of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the directors of McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following action:

1. To the sale of the real estate known and numbered as 1368 North Rock Hill Road, St. Louis, Missouri 63124 for the sum of Fifty-two Thousand Five Hundred Dollars (\$52,500.00).

2. To the officers of the corporation executing a contract with John Santo and Jennifer Santo, his wife, upon the terms and conditions set forth above.

3. To the execution of a Warranty Deed and any and all other closing documents necessary to effectuate the terms of the contract by the corporation's officers and any and all other actions necessary and proper to effectuate the terms of the

contract by the corporation's officers and any and all other actions necessary and proper to effect the closing of this sale.

4. To the loaning of the sum Nine Thousand Five Hundred Dollars (\$9,500.00) to John and Jennifer Santo to be secured by a second Deed of Trust on the property known and numbered as 1368 North Rock Hill Road, for a period of four (4) years at a variable interest rate.


V. DEAN PATRICK


WILLIAM G. HAYNES


RICKY G. COPELAND


EDWARD A. TRITSCHLER


BRADFORD L. STEVENS

Constituting all of the directors
of the above-captioned
corporation.

DATED: July 16, 1984

SPECIAL CONSENT OF THE BOARD OF DIRECTORS

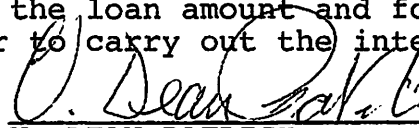
OF

McKNIGHT ROAD CHURCH OF CHRIST

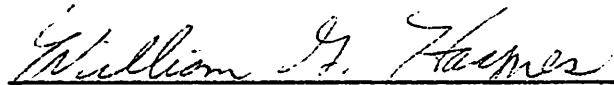
Pursuant to the provisions of §355.145.3 of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the directors of McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following action:

1. To the borrowing of Four Thousand Dollars (\$4,000.00) by the corporation from the Bank of Sullivan for a term of sixty (60) days with interest payable at the rate of fourteen (14%) percent per annum.

2. To the officers of the corporation executing a corporate promissory note for the loan amount and for such other actions as may be proper to carry out the intent of this Special Consent.



V. DEAN PATRICK




WILLIAM G. HAYNES



RICKY G. COPELAND



EDWARD A. TRITSCHLER



BRADFORD L. STEVENS

Constituting all of the directors of the above-captioned corporation.

DATED: August 15, 1984

ANNUAL CONSENT OF THE BOARD OF DIRECTORS
OF
McKNIGHT ROAD CHURCH OF CHRIST

Pursuant to the provisions of Section 355.145.3 of the Revised Statutes of the State of Missouri, the undersigned, constituting all the directors of the McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following action:

1. To the election of the following individuals to serve as directors of the corporation for the ensuing year:

V. Dean Patrick
William G. Haynes
Bradford L. Stevens
J. Ray Toland
Edward Tritschler

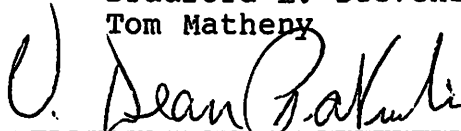
2. To the election of the following individuals as officers of the corporation to serve for the ensuing year in the positions indicated opposite their name:

Office

President
Vice President
Vice President
Secretary
Treasurer

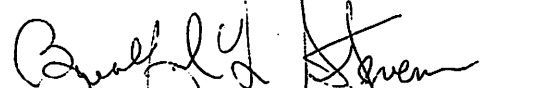
Officer


V. Dean Patrick
William G. Haynes
Edward Tritschler
Bradford L. Stevens
Tom Matheny



V. DEAN PATRICK


WILLIAM G. HAYNES


BRADFORD L. STEVENS


J. RAY TOLAND


EDWARD TRITSCHLER

(Constituting all of the directors of the above-captioned corporation).

DATED: October 1, 1985

SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

McKNIGHT ROAD CHURCH OF CHRIST

February 23, 1986

A Special Meeting of the Board of Directors of McKnight Road Church of Christ was held at the offices of the corporation at 2515 McKnight Road, St. Louis, Missouri 63124, on the 23rd day of February, 1986, at 5:46 P.M. The following persons were present: V. Dean Patrick, William G. Haynes, Edward Tritschler, Bradford L. Stevens, constituting a majority of the directors, and Tom Matheny, Treasurer of the corporation, and Richard Stevenson. It is indicated by their signatures appended hereto, that all directors waived all notice of the time, place and subject matter of the meeting.

The President acted as Chairman of the meeting, and the Secretary acted as Secretary of the meeting.

The President gave a report on the status of the loan previously made to Ron Miller on June 1, 1982, in the amount of Thirteen Thousand Dollars (\$13,000.00). With simple interest at the rate of eleven percent (11%), the accrued indebtedness now exceeded Twenty Thousand One Hundred Fifty Dollars (\$20,150.00). The Chairman stated that he thought the Millers' would not be capable of repaying this sum in its entirety.

After much discussion, it was upon motion made, seconded and unanimously carried that the following resolution was adopted:

RESOLVED, that the corporation forgive all accrued interest due on the loan to Ron Miller and that Ron Miller would be asked to begin to make regular monthly payments in order to reduce the balance on said loan.

The Chairman asked the Secretary of the meeting to draft a letter to send to Ron Miller confirming this agreement.

The Chairman then discussed the desires of the Elders to support the new work of the North County Church of Christ being headed by Erroll Keller. In light of the fact that the corporation had previously authorized the sale of the 1974 Dodge van, it was agreed that due to its deteriorating condition that the van would be transferred to this new church to help in beginning the work there.


The Chairman then brought up the need for adopting a corporate pension plan for the corporation's employees. The Chairman asked the Secretary of the corporation to provide the directors with additional information on this subject.

The Secretary of the meeting then reported that he had received a copy of the tax exempt status of the Mid-County Church of Christ. The Internal Revenue Service tax determination letter is now on file with the corporation's books and records. Since the corporation had previously "loaned" Four

Thousand Eight Hundred Fifty-Eight Dollars and Eighty-Seven Cents (\$4,858.87) to the Mid-County Church of Christ pursuant to its resolution of August 20, 1983, the Secretary now proposed that this loan be treated as a contribution to the Mid-County Church of Christ. Upon motion duly made, seconded and unanimously carried, it was:

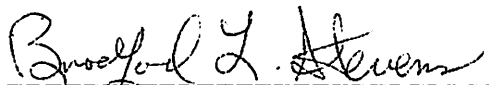
RESOLVED, that the loan to the Mid-County Church of Christ in the sum of Four Thousand Eight Hundred Fifty-Eight Dollars and Eighty-Seven Cents (\$4,858.87) is hereby denominated as a gift and that the repayment thereof is hereby forgiven.

There being no further business to come before the Board, the same was, upon motion duly made, seconded and carried adjourned at 6:00 P.M.



V. DEAN PATRICK
CHAIRMAN


ATTEST:



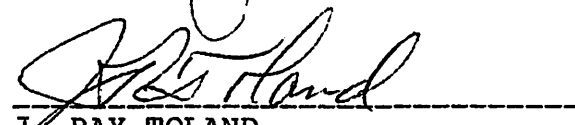
BRADFORD L. STEVENS
Secretary

The undersigned hereby consent to the actions taken and waive all notice of the time, place and manner of said meeting.


V. DEAN PATRICK


WILLIAM G. HAYNES


BRADFORD L. STEVENS


J. RAY TOLAND


EDWARD TRITSCHLER

ANNUAL CONSENT OF THE BOARD OF DIRECTORS
OF
McKNIGHT ROAD CHURCH OF CHRIST

Pursuant to the provisions of Section 355.145.3 of the Revised Statutes of the State of Missouri, the undersigned, constituting all the directors of the McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following action:

1. To the acceptance of the resignation of J. Ray Toland as director of the corporation, dated May 10, 1987.

2. To the election of the following individuals to serve as directors of the corporation for the ensuing year:

V. Dean Patrick
William G. Haynes
Edward Tritschler
Bradford L. Stevens
Jim Atkinson

3. To the election of the following individuals as officers of the corporation to serve for the ensuing year in the positions indicated opposite their name:

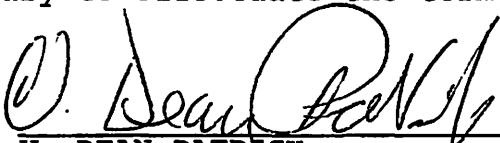
Office

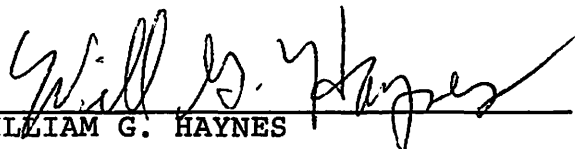
President
Vice President
Vice President
Secretary
Treasurer

Officer

V. Dean Patrick
William G. Haynes
Edward Tritschler
Bradford L. Stevens
Tom Matheny

4. To the sale by the corporation of ten (10) shares of Ralston Purina Company Common Stock for the best price obtainable and to the authorization by the officers of the corporation of all documents necessary to effectuate the terms of such sale.


V. DEAN PATRICK


WILLIAM G. HAYNES


BRADFORD L. STEVENS


EDWARD TRITSCHLER

(Constituting all of the directors of the above-captioned corporation).

DATED: May 10, 1987

May 10th, 1987

Board of Directors
McKnight Road Church of Christ
2515 McKnight Rd
St. Louis, MO. 63124

Dear Sirs:

It is with great regret that I must submit my resignation from the Board of Directors of the McKnight Road Church of Christ. I have been transferred to Little Rock, Ark, by my employer and we will be moving there shortly.

Sunday AM, June 7th, will probably be our last opportunity to worship at McKnight. We are leaving that evening until the 17th, on which date the movers begin to pack us.

We will miss the work here and the associations and friends. I thank you for the opportunity to serve the Lord as you have provided.

In His Service

J. E. Soland

ANNUAL CONSENT OF THE BOARD OF DIRECTORS
OF
McKNIGHT ROAD CHURCH OF CHRIST

Pursuant to the provisions of Section 355.145.3 of the Revised Statues of the State of Missouri, the undersigned, constituting all the directors of the McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following action:

1. To the election of the following individuals to serve as directors of the corporation for the ensuing year:

V. Dean Patrick
William G. Haynes
Bradford L. Stevens
Edward Tritschler
Jim Atkinson

2. To the election of the following individuals as officers of the corporation to serve for the ensuing year in the positions indicated opposite their name:

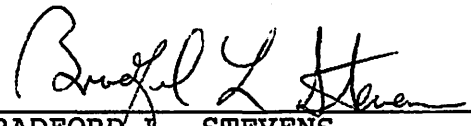
| <u>Office</u> | <u>Officer</u> |
|----------------|---------------------|
| President | V. Dean Patrick |
| Vice President | William G. Haynes |
| Vice President | Edward Tritschler |
| Secretary | Bradford L. Stevens |
| Treasurer | Tom Matheny |

3. To the ratification of all actions taken by the directors and officers of the corporation, by or on behalf of the corporation, from the date of the last annual meeting to the present.




V. DEAN PATRICK


WILLIAM G. HAYNES


BRADFORD L. STEVENS


EDWARD TRITSCHLER


JIM ATKINSON

Constituting all of the
directors of the above-captioned
corporation.

DATED: October 1, 1987

ANNUAL CONSENT OF THE BOARD OF DIRECTORS
OF
McKNIGHT ROAD CHURCH OF CHRIST

Pursuant to the provisions of Section 355.145(3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all the Directors of McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following action:

1. To the election of the following individuals to serve as Directors of the corporation for the ensuing year:

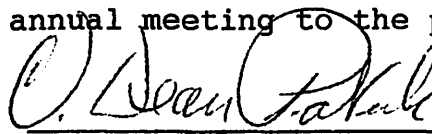
V. Dean Patrick
William G. Haynes
Bradford L. Stevens
Edward Tritschler
Jim Atkinson

2. To the election of the following individuals as officers of the corporation to serve for the ensuing year in the position indicated opposite their names:


President
Vice President
Vice President
Secretary
Treasurer


V. Dean Patrick
William G. Haynes
Edward Tritschler
Bradford L. Stevens
Tom Matheny

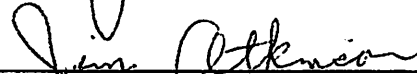
3. To the ratification of all actions taken by the Directors and officers of the corporation, by or on behalf of the corporation, from the date of the last annual meeting to the present.

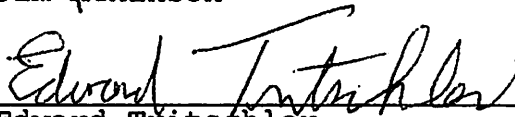


V. Dean Patrick


William G. Haynes


Bradford L. Stevens


Jim Atkinson


Edward Tritschler

Constituting all of the Directors
of the above corporation.

DATED: October 1, 1988

SPECIAL CONSENT OF THE BOARD OF DIRECTORS
OF
McKNIGHT ROAD CHURCH OF CHRIST

July 12, 1989

Pursuant to the provisions of Section 355.145(3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all the Directors of McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following action:

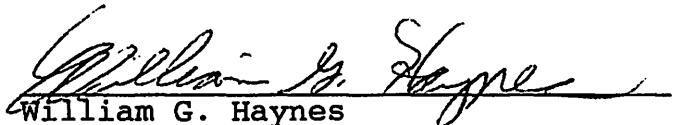
1. To the sale of eighteen (18) shares of stock of Ralston Purina Company donated to the corporation by Mr. and Mrs. William G. Haynes as evidenced by Certificate No. ZQA 18545 for the best price obtainable at the date of sale.

2. To the sale of eight (8) shares of stock of Ralston Purina Company donated to the corporation by Mr. and Mrs. William G. Haynes as evidenced by Certificate No. ZQA 20592 for the best price obtainable at the date of sale.

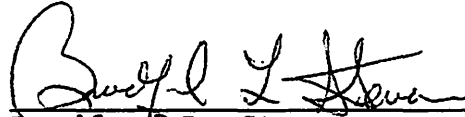
3. To the execution by the appropriate officers of the corporation of any and all documents necessary to effectuate the above-described transaction.

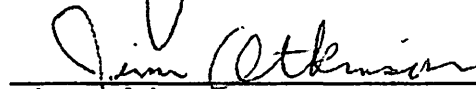



V. Dean Patrick



William G. Haynes


Bradford L. Stevens


Jim Atkinson


Edward Tritschler

Constituting all of the Directors
of the above corporation.

SPECIAL CONSENT OF THE BOARD OF DIRECTORS

OF

McKNIGHT ROAD CHURCH OF CHRIST

June 19, 1990

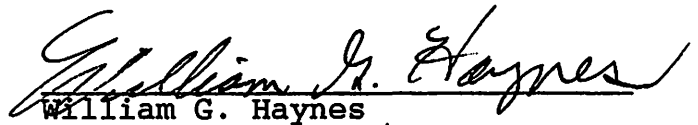
Pursuant to the provisions of Section 355.145(3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the Directors of McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following action:

1. To the sale of nine (9) shares of stock of Ralston Purina Company donated to the corporation by Mr. and Mrs. William G. Haynes as evidenced by Certificate No. ZQA 25416 for the best price obtainable at the date of sale.

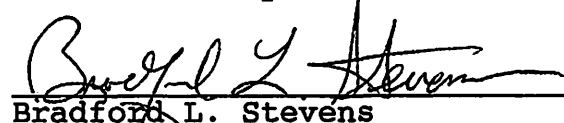
2. To the execution by the appropriate officers of the corporation of any and all documents necessary to effectuate the above-described transaction.



V. Dean Patrick




William G. Haynes



Bradford L. Stevens



Jim Atkinson



Edward Tritschler

Constituting all of the
Directors of the above
corporation.

c/bls.mrc

ANNUAL CONSENT OF THE BOARD OF DIRECTORS

OF

McKNIGHT ROAD CHURCH OF CHRIST

October 28, 1990

Pursuant to the provisions of Section 355.145(3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the Directors of McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following action:

1. To increase the number of directors from five (5) to six (6).

2. To the election of the following individuals to serve as Directors of the corporation for the insuing year or until their successors have been duly qualified and elected:

Edward Tritschler
William G. Haynes
V. Dean Patrick
Richard Dolan
Kern Sears
Hank Bauer

3. To the election of the following individuals to the offices indicated opposite their names:

Office

Name

President
Vice President
Vice President
Vice President
Vice President
Vice President
Secretary
Treasurer

V. Dean Patrick
William G. Haynes
Edward Tritschler
Richard Dolan
Kern Sears
Hank Bauer
Bradford L. Stevens
Thomas Matheny

4. To the authorization of any two (2) directors or one (1) director and the treasurer for the purposes of authorizing signatures on all corporate accounts for the withdrawal and disbursements of corporate assets.

5. To the authorization of access to the corporation's safety deposit box at Commerce Bank of Webster Groves, being Box Number 1095 by any of the officers of the corporation.

6. To the ratification of the following salaries of the ministers of the congregation for the fiscal year beginning October 1, 1990, as follows:

Name

Salary

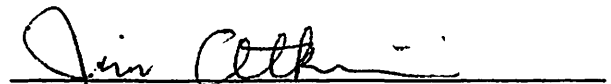
Glen Greenville
Eric McPherson
John Edwards

\$37,500.00
24,000.00
8,100.00


Edward Tritschler


William G. Haynes


V. Dean Patrick


Jim Atkinson


Bradford L. Stevens

Being all of the Directors
of the above-captioned
corporation.

c/bls.SC

SPECIAL CONSENT OF THE BOARD OF DIRECTORS
OF

McKNIGHT ROAD CHURCH OF CHRIST

December 27, 1991

Pursuant to the provisions of Section 355.145(3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the Directors of McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following action:

1. To the sale of thirty (30) shares of stock of Ralston Purina Company donated to the corporation by Mr. and Mrs. William G. Haynes as evidenced by Certificate No. ZQA 31710, for the best price obtainable on the date of sale.

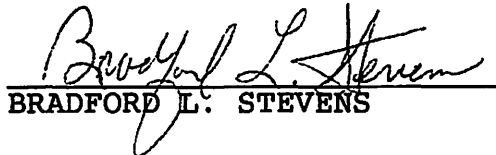
2. To the execution by the appropriate officers of the corporation of any and all documents necessary and required to effectuate the above-described transaction.



V. DEAN PATRICK



WILLIAM G. HAYNES



BRADFORD L. STEVENS


JIM ATKINSON


EDWARD TRITSCHLER

Constituting all of the
Directors of the above
corporation.

1227mrc

ANNUAL CONSENT OF THE DIRECTORS
OF

McKNIGHT ROAD CHURCH OF CHRIST

October 5, 1992

Pursuant to the provisions of Section 355.145(3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the Directors of McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following actions:

1. To the election of the following individuals to serve as directors of the corporation for the ensuing year or until their successors have been duly qualified and elected:

Richard Dolan
Harold Bauer
William G. Haynes
Kern Sears
V. Dean Patrick
Edward Tritschler
Jim Atkinson
Bradford L. Stevens

2. To the election of the following individuals to the offices indicated opposite their names:

| <u>Office</u> | <u>Name</u> |
|----------------|---------------------|
| President | V. Dean Patrick |
| Vice President | Richard Dolan |
| Vice President | Edward Tritschler |
| Vice President | Kern Sears |
| Vice President | Harold Bauer |
| Secretary | Bradford L. Stevens |
| Treasurer | George Kemp |

3. To increase the number of directors from six (6) to eight (8).

4. To the loan to the Centerville Church of Christ in the amount of Two Thousand Five Hundred Dollars (\$2,500.00) at no interest, to be payable in eleven (11) payments of Two Hundred Dollars (\$200.00) a month with one (1) payment on March 3, 1993, in the amount of Three Hundred Dollars (\$300.00).

5. To the loan to Dorothy Jefferson in an amount sufficient to help her pay her real estate taxes secured by a Note and Deed of Trust on her property in favor of the corporation.

6. To the ratification of all other acts taken by the Board of Directors since the day to the last annual consent.


7. To the ratification of the following salaries of the ministers of the congregation for the fiscal year beginning October 1, 1992, as follows:

| <u>Name</u> | <u>Salary</u> |
|-----------------|---------------|
| Glen Greenville | 40,500 |
| Eric McPherson | 25,400 |
| Jessie Dismukes | 9,100 |



EDWARD TRITSCHLER

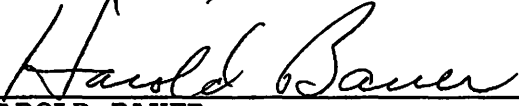

WILLIAM G. HAYNES


V. DEAN PATRICK


JIM ATKINSON


BRADFORD L. STEVENS


KERN SEARS


HAROLD BAUER


RICHARD DOLAN

c/MCKNIGHT.CON

ANNUAL CONSENT OF THE DIRECTORS

OF

MCKNIGHT ROAD CHURCH OF CHRIST

November 14, 1993

Pursuant to the provisions of Section 351.145(3) of the Revised Statutes of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following actions:

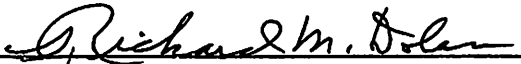
1. To the election of the following individuals to serve as directors of the Corporation for the ensuing year or their successors have been duly qualified and elected:

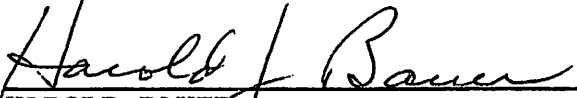
Richard Dolan
Harold Bauer
William G. Haynes
Kern Sears
V. Dean Patrick
Edward Tritschler
Jim Atkinson
Bradford L. Stevens

2. To the election of the following individuals to the offices indicated opposite their names:


| <u>Office</u> | <u>Name</u> |
|----------------|---------------------|
| President | V. Dean Patrick |
| Vice President | Richard Dolan |
| Vice President | Edward Tritschler |
| Vice President | Kern Sears |
| Vice President | Harold Bauer |
| Secretary | Bradford L. Stevens |
| Treasurer | George Kemp |

3. To the ratification of all other acts taken by the Board of Directors since the day of the last Annual Consent.

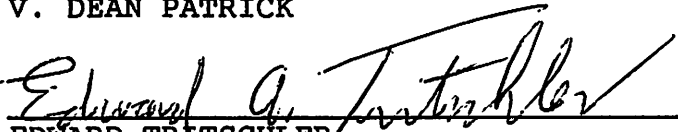

RICHARD DOLAN

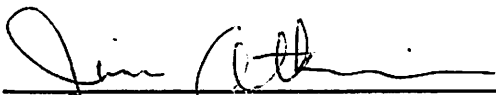

HAROLD BAUER


WILLIAM G. HAYNES


KERN SEARS


V. DEAN PATRICK


EDWARD TRITSCHLER


JIM ATKINSON


BRADFORD L. STEVENS

Being all of the Directors of the above Corporation.

ANNUAL CONSENT OF THE DIRECTORS

OF

MCKNIGHT ROAD CHURCH OF CHRIST

October 1, 1994

Pursuant to the provisions of Section 351.145(3) of the Revised Statutes of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following actions:

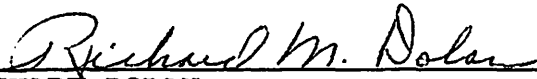
1. To the election of the following individuals to serve as directors of the Corporation for the ensuing year or their successors have been duly qualified and elected:

Richard Dolan
Harold Bauer
William G. Haynes
Kern Sears
V. Dean Patrick
Edward Tritschler
Jim Atkinson
Bradford L. Stevens

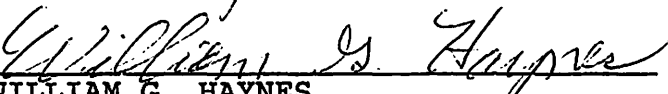
2. To the election of the following individuals to the offices indicated opposite their names:


| <u>Office</u> | <u>Name</u> |
|----------------|---------------------|
| President | V. Dean Patrick |
| Vice President | Richard Dolan |
| Vice President | Edward Tritschler |
| Vice President | Kern Sears |
| Vice President | Harold Bauer |
| Secretary | Bradford L. Stevens |
| Treasurer | George Kemp |

3. To the ratification of all other acts taken by the Board of Directors since the day of the last Annual Consent.

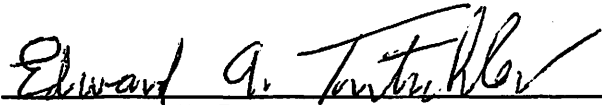

RICHARD DOLAN



HAROLD BAUER



WILLIAM G. HAYNES


KERN SEARS


V. DEAN PATRICK


EDWARD TRITSCHLER


JIM ATKINSON


BRADFORD L. STEVENS

Being all of the Directors of the above Corporation.

ANNUAL CONSENT OF THE DIRECTORS

OF

MCKNIGHT ROAD CHURCH OF CHRIST

October 1, 1995

Pursuant to the provisions of Section 351.145(3) of the Revised Statutes of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following actions:

4. To the election of the following individuals to serve as directors of the Corporation for the ensuing year or their successors have been duly qualified and elected:

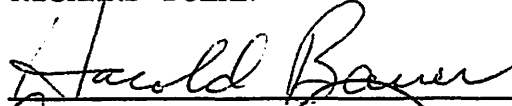
Richard Dolan
Harold Bauer
V. Dean Patrick
Edward Tritschler

5. To the election of the following individuals to the offices indicated opposite their names:

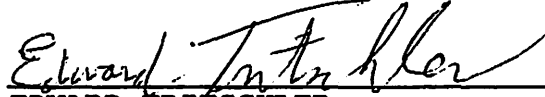
| <u>Office</u> | <u>Name</u> |
|----------------|---------------------|
| President | V. Dean Patrick |
| Vice President | Richard Dolan |
| Vice President | Edward Tritschler |
| Vice President | Harold Bauer |
| Secretary | Bradford L. Stevens |
| Treasurer | George Kemp |

6. To the ratification of all other acts taken by the Board of Directors since the day of the last Annual Consent.

RICHARD DOLAN


HAROLD BAUER


V. DEAN PATRICK


EDWARD TRITSCHLER

Being all of the Directors of the
above Corporation.

ANNUAL CONSENT OF THE DIRECTORS

OF

MCKNIGHT ROAD CHURCH OF CHRIST

August 1, 1996

Pursuant to the provisions of Section 351.145(3) of the Revised Statutes of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following actions:

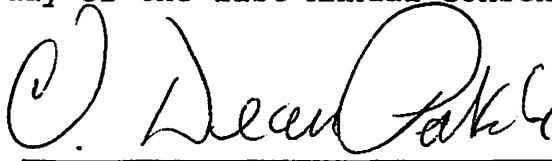
1. To the election of the following individuals to serve as directors of the Corporation for the ensuing year or their successors have been duly qualified and elected:

John Haynes
Joe Gentry
Alan Kelley
V. Dean Patrick
Richard Dolan
Edward Tritschler
Harold Bauer

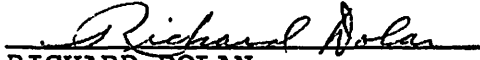
2. To the election of the following individuals to the offices indicated opposite their names:

| <u>Office</u> | <u>Name</u> |
|----------------|---------------------|
| President | V. Dean Patrick |
| Vice President | Richard Dolan |
| Vice President | Edward Tritschler |
| Vice President | Alan Kelley |
| Vice President | John Haynes |
| Vice President | Joe Gentry |
| Vice President | Harold Bauer |
| Secretary | Bradford L. Stevens |
| Treasurer | George Kemp |

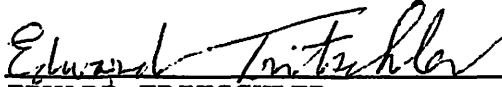
3. To the ratification of all other acts taken by the Board of Directors since the day of the last Annual Consent.



V. DEAN PATRICK



RICHARD DOLAN



EDWARD TRITSCHLER



HAROLD BAUER

Being all of the Directors of the above Corporation.

ANNUAL CONSENT OF THE DIRECTORS

OF

MCKNIGHT ROAD CHURCH OF CHRIST

November 14, 1993

Pursuant to the provisions of Section 351.145(3) of the Revised Statutes of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following actions:

1. To the election of the following individuals to serve as directors of the Corporation for the ensuing year or their successors have been duly qualified and elected:

Richard Dolan
Harold Bauer
William G. Haynes
Kern Sears
V. Dean Patrick
Edward Tritschler
Jim Atkinson
Bradford L. Stevens

2. To the election of the following individuals to the offices indicated opposite their names:

| <u>Office</u> | <u>Name</u> |
|----------------|---------------------|
| President | V. Dean Patrick |
| Vice President | Richard Dolan |
| Vice President | Edward Tritschler |
| Vice President | Kern Sears |
| Vice President | Harold Bauer |
| Secretary | Bradford L. Stevens |
| Treasurer | George Kemp |

3. To the ratification of all other acts taken by the Board of Directors since the day of the last Annual Consent.

RICHARD DOLAN

HAROLD BAUER

WILLIAM G. HAYNES

KERN SEARS

V. DEAN PATRICK

EDWARD TRITSCHLER

JIM ATKINSON

BRADFORD L. STEVENS

Being all of the Directors of the above Corporation.

ANNUAL CONSENT OF THE DIRECTORS

OF

MCKNIGHT ROAD CHURCH OF CHRIST

October 1, 1994

Pursuant to the provisions of Section 351.145(3) of the Revised Statutes of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following actions:

1. To the election of the following individuals to serve as directors of the Corporation for the ensuing year or their successors have been duly qualified and elected:

Richard Dolan
Harold Bauer
William G. Haynes
Kern Sears
V. Dean Patrick
Edward Tritschler
Jim Atkinson
Bradford L. Stevens

2. To the election of the following individuals to the offices indicated opposite their names:

| <u>Office</u> | <u>Name</u> |
|----------------|---------------------|
| President | V. Dean Patrick |
| Vice President | Richard Dolan |
| Vice President | Edward Tritschler |
| Vice President | Kern Sears |
| Vice President | Harold Bauer |
| Secretary | Bradford L. Stevens |
| Treasurer | George Kemp |

3. To the ratification of all other acts taken by the Board of Directors since the day of the last Annual Consent.

RICHARD DOLAN

HAROLD BAUER

WILLIAM G. HAYNES

KERN SEARS

V. DEAN PATRICK

EDWARD TRITSCHLER

JIM ATKINSON

BRADFORD L. STEVENS

Being all of the Directors of the above Corporation.

ANNUAL CONSENT OF THE DIRECTORS

OF

MCKNIGHT ROAD CHURCH OF CHRIST

October 1, 1995

Pursuant to the provisions of Section 351.145(3) of the Revised Statutes of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following actions:

4. To the election of the following individuals to serve as directors of the Corporation for the ensuing year or their successors have been duly qualified and elected:

Richard Dolan
Harold Bauer
V. Dean Patrick
Edward Tritschler

5. To the election of the following individuals to the offices indicated opposite their names:

| <u>Office</u> | <u>Name</u> |
|----------------|---------------------|
| President | V. Dean Patrick |
| Vice President | Richard Dolan |
| Vice President | Edward Tritschler |
| Vice President | Harold Bauer |
| Secretary | Bradford L. Stevens |
| Treasurer | George Kemp |

6. To the ratification of all other acts taken by the Board of Directors since the day of the last Annual Consent.

RICHARD DOLAN

HAROLD BAUER

V. DEAN PATRICK

EDWARD TRITSCHLER

Being all of the Directors of the
above Corporation.

ANNUAL CONSENT OF THE DIRECTORS

OF

MCKNIGHT ROAD CHURCH OF CHRIST

August 1, 1996

Pursuant to the provisions of Section 351.145(3) of the Revised Statutes of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri not-for-profit corporation, hereby consent to the following actions:

1. To the election of the following individuals to serve as directors of the Corporation for the ensuing year or their successors have been duly qualified and elected:

John Haynes
Joe Gentry
Alan Kelley
V. Dean Patrick
Richard Dolan
Edward Tritschler
Harold Bauer

2. To the election of the following individuals to the offices indicated opposite their names:

| <u>Office</u> | <u>Name</u> |
|----------------|---------------------|
| President | V. Dean Patrick |
| Vice President | Richard Dolan |
| Vice President | Edward Tritschler |
| Vice President | Alan Kelley |
| Vice President | John Haynes |
| Vice President | Joe Gentry |
| Vice President | Harold Bauer |
| Secretary | Bradford L. Stevens |
| Treasurer | George Kemp |

3. To the ratification of all other acts taken by the Board of Directors since the day of the last Annual Consent.

V. DEAN PATRICK

RICHARD DOLAN

EDWARD TRITSCHLER

HAROLD BAUER

Being all of the Directors of the above Corporation.

**MINUTES OF A SPECIAL MEETING
OF THE DIRECTORS OF
McKNIGHT ROAD CHURCH OF CHRIST**

August 13, 1997

A special meeting of the directors of McKNIGHT ROAD CHURCH OF CHRIST, was held on the 13th day of August, 1997, at the hour of 7:00 p.m., pursuant to a waiver of notice signed by all of the directors.

Four of the directors, representing a quorum of the Board of Directors of the Corporation, were present being:

V. Dean Patrick
Harold Bauer
John Haynes
Joe Gentry

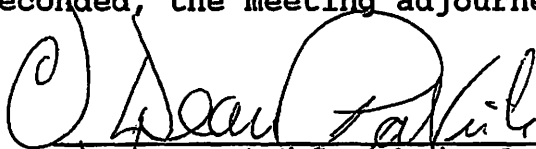
Upon motion duly made, seconded and unanimously carried, V. Dean Patrick was chosen as Chairman of the meeting and Harold Bauer was chosen as Secretary thereof.

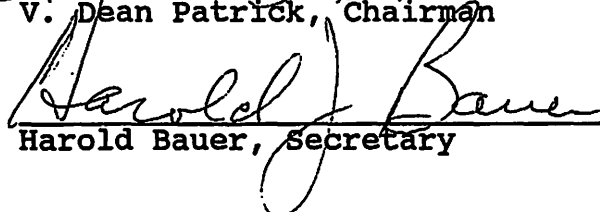
The Chairman stated that it was in the corporation's best interest to purchase that certain property in St. Louis County. Upon motion duly made, seconded and unanimously approved, the following resolutions were adopted:

RESOLVED, that the purchase by the Corporation of that certain property located in St. Louis County (the "Property") under the terms of the Sale Contract dated July 12, 1997, as amended, by and between the Corporation, as Purchaser, and Roger E. Ahearn and Linda L. Ahearn, as Sellers, a copy of which is attached hereto as "Exhibit A" and incorporated herein by this reference, is hereby approved, confirmed and ratified;

FURTHER RESOLVED, that the officers of the Corporation are authorized and directed to execute such Sale Contract.

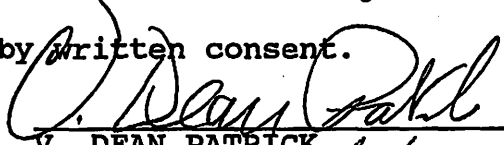
There being no further business to come before the meeting, upon motion duly made and seconded, the meeting adjourned.


V. Dean Patrick, Chairman

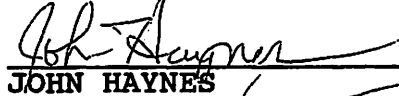

Harold Bauer, Secretary

WAIVER OF NOTICE AND CONSENT TO WRITTEN MEETING

The undersigned being all of the directors of McKnight Road Church of Christ, hereby approve of the foregoing Minutes of a Special Meeting of the Directors of the Corporation and hereby certify that they waived all notice of a meeting and consented to the transaction of business by written consent.


V. DEAN PATRICK


RICHARD ALAN KELLEY


JOHN HAYNES


EDWARD TRITSCHLER

**MINUTES OF A SPECIAL MEETING
OF THE DIRECTORS OF
McKNIGHT ROAD CHURCH OF CHRIST**

July 22, 1998

A special meeting of the directors of McKNIGHT ROAD CHURCH OF CHRIST, was held on the 22nd day of July, 1998, at the hour of 7:00 p.m., pursuant to a waiver of notice signed by all of the directors.

Four of the directors, representing a quorum of the Board of Directors of the Corporation, were present being:

V. Dean Patrick
Richard Alan Kelley
John Haynes
Edward Tritschler

Upon motion duly made, seconded and unanimously carried, V. Dean Patrick was chosen as Chairman of the meeting and Edward Tritschler was chosen as Secretary thereof.


The Chairman stated that it was in the corporation's best interest to purchase certain real estate adjacent to the church's building that recently became available. Upon motion duly made, seconded and unanimously approved, the following resolutions were adopted:

RESOLVED, that the purchase by the Corporation of certain properties located in St. Louis County known and numbered as 1356 North Rock Hill Road and 1368 North Rock Hill Road (the "Properties") under the terms of the Sale Contracts dated June 30, 1998, as amended, by and between the Corporation, as Purchaser, and Serendipity Design Studio, Inc. by Kathleen E. McCarthy, as Sellers, copies of which are

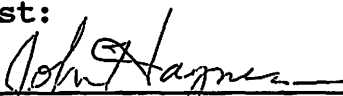
attached hereto as "Exhibit A" and "Exhibit B" and incorporated herein by this reference, are hereby approved, confirmed and ratified;

FURTHER RESOLVED, that the officers of the Corporation are authorized and directed to execute such Sale Contract and do any and all things necessary to close the sale of the Properties.

There being no further business to come before the meeting, upon motion duly made and seconded, the meeting adjourned.


V. Dean Patrick, Chairman

Attest:


John Haynes, Secretary
of the Meeting

ANNUAL CONSENT OF THE DIRECTORS
OF THE
McKNIGHT ROAD CHURCH OF CHRIST

AUGUST 1, 1998

Pursuant to the provisions of Section 351.145 (3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri non-profit corporation, hereby consent to the following actions:

1. To the election of the following individuals to serve as directors for the corporation for the ensuing year or until their successors have been duly elected and qualified:

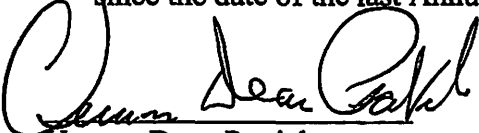
Vernon Dean Patrick
Richard Alan Kelley
Edward A. Tritschler
John R. Haynes

2. To the election of the following persons to serve as officers of the corporation for the office indicated opposite their name for the ensuing year or until their successors have been duly elected and shall have qualified:

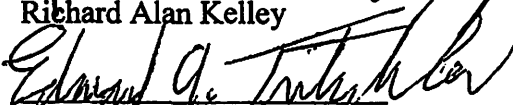
Office
President
Secretary
Treasurer

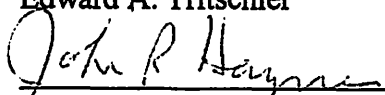
Name
Vernon Dean Patrick
Bradford L. Stevens
Alan Jennings

3. To the ratification of all other acts taken by the board of directors and officers since the date of the last Annual Consent of the corporation.


Vernon Dean Patrick


Richard Alan Kelley


Edward A. Tritschler


John R. Haynes

**UNANIMOUS CONSENT TO ACTION
OF THE BOARD OF DIRECTORS OF
McKNIGHT ROAD CHURCH OF CHRIST**

October 17, 1999


The undersigned, being all of the directors of McKnight Road Church of Christ, a Missouri non-profit corporation (the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions, such consent to have the same force and effect as a unanimous vote of the directors at a meeting duly held.

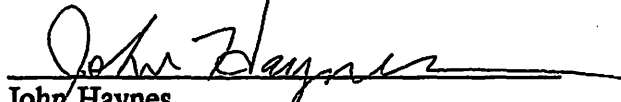
RESOLVED, that the purchase by the Corporation of certain real estate located in St. Louis County known and numbered as 1346 North Rock Hill Road (the "Property") under the terms of a Sale Contract dated September 30, 1999, as amended, by and between the Corporation, as Purchaser, and Barbara Bentrup, as Seller, copy of which is attached hereto as "Exhibit A" and incorporated herein by this reference, is hereby approved, confirmed and ratified;

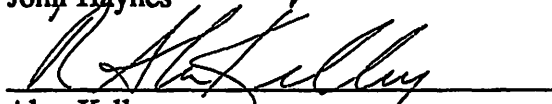
FURTHER RESOLVED, that the officers of the Corporation, including Bradford L. Stevens, are authorized and directed to execute such Sale Contract and do any and all things necessary to close the sale of the Property.

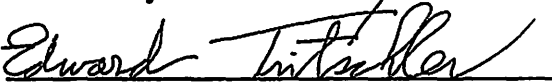
IN WITNESS WHEREOF, the undersigned have executed this Unanimous Consent this

17th day of October, 1999.

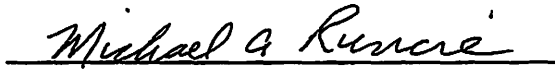

V. Dean Patrick

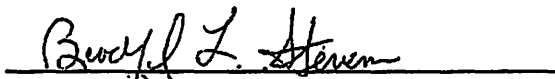

John Haynes


Alan Kelley


Edward Tritschler


Don Portell


Michael Runcie


Bradford L. Stevens

ANNUAL CONSENT OF THE DIRECTORS
OF THE
McKNIGHT ROAD CHURCH OF CHRIST

AUGUST 1, 1999

Pursuant to the provisions of Section 351.145 (3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri non-profit corporation, hereby consent to the following actions:

1. To the election of the following individuals to serve as directors for the corporation for the ensuing year or until their successors have been duly elected and qualified:

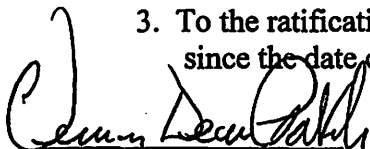
Vernon Dean Patrick
Richard Alan Kelley
Michael A. Runcie
Edward A. Tritschler
John R. Haynes
Bradford L. Stevens
Don Portell


2. To the election of the following persons to serve as officers of the corporation for the office indicated opposite their name for the ensuing year or until their successors have been duly elected and shall have qualified:


Office
President
Secretary
Treasurer

Name
Vernon Dean Patrick
Bradford L. Stevens
Don Portell

3. To the ratification of all other acts taken by the board of directors and officers since the date of the last Annual Consent of the corporation.



Vernon Dean Patrick


Michael A. Runcie


Edward A. Tritschler


John R. Haynes


Richard Alan Kelley


Bradford L. Stevens



Don Portell

ANNUAL CONSENT OF THE DIRECTORS
OF THE
McKNIGHT ROAD CHURCH OF CHRIST

AUGUST 1, 2000

Pursuant to the provisions of Section 351.145 (3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri non-profit corporation, hereby consent to the following actions:

1. To the election of the following individuals to serve as directors for the corporation for the ensuing year or until their successors have been duly elected and qualified:

Vernon Dean Patrick
Richard Alan Kelley
Michael A. Runcie
Edward A. Tritschler
John R. Haynes
Bradford L. Stevens

2. To the election of the following persons to serve as officers of the corporation for the office indicated opposite their name for the ensuing year or until their successors have been duly elected and shall have qualified:

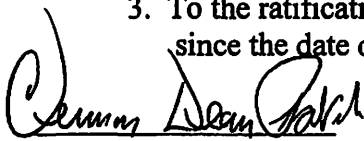
Office

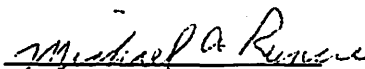
President
Vice-President
Vice-President
Vice-President
Vice-President
Vice-President
Secretary
Treasurer

Name

Vernon Dean Patrick
John R. Haynes
Michael A. Runcie
Richard Alan Kelley
Edward A. Tritschler
Bradford L. Stevens
Bradford L. Stevens
Larry York

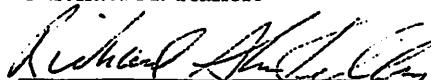
3. To the ratification of all other acts taken by the board of directors and officers since the date of the last Annual Consent of the corporation.

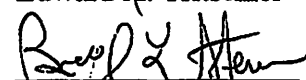

Vernon Dean Patrick


Michael A. Runcie


Edward A. Tritschler


John R. Haynes


Richard Alan Kelley


Bradford L. Stevens

ANNUAL CONSENT OF THE DIRECTORS
OF THE
McKNIGHT ROAD CHURCH OF CHRIST

AUGUST 1, 2001

Pursuant to the provisions of Section 351.145 (3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri non-profit corporation, hereby consent to the following actions:

1. To the election of the following individuals to serve as directors for the corporation for the ensuing year or until their successors have been duly elected and qualified:

Vernon Dean Patrick
Richard Alan Kelley
Michael A. Runcie
Edward A. Tritschler
John R. Haynes
Bradford L. Stevens

2. To the election of the following persons to serve as officers of the corporation for the office indicated opposite their name for the ensuing year or until their successors have been duly elected and shall have qualified:

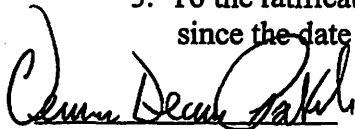
Office

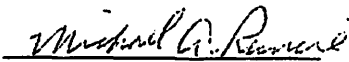
President
Vice-President
Vice-President
Vice-President
Vice-President
Vice-President
Secretary
Treasurer


Name

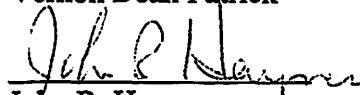
Vernon Dean Patrick
John R. Haynes
Michael A. Runcie
Richard Alan Kelley
Edward A. Tritschler
Bradford L. Stevens
Bradford L. Stevens
Larry York

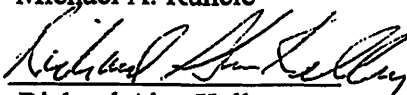
3. To the ratification of all other acts taken by the board of directors and officers since the date of the last Annual Consent of the corporation.

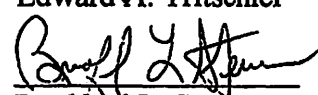

Vernon Dean Patrick


Michael A. Runcie


Edward A. Tritschler


John R. Haynes


Richard Alan Kelley


Bradford L. Stevens

ANNUAL CONSENT OF THE DIRECTORS
OF THE
McKNIGHT ROAD CHURCH OF CHRIST

AUGUST 1, 2002

Pursuant to the provisions of Section 351.145 (3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri non-profit corporation, hereby consent to the following actions:

1. To the election of the following individuals to serve as directors for the corporation for the ensuing year or until their successors have been duly elected and qualified:

Vernon Dean Patrick
Richard Alan Kelley
Michael A. Runcie
Edward A. Tritschler
John R. Haynes
Bradford L. Stevens

2. To the election of the following persons to serve as officers of the corporation for the office indicated opposite their name for the ensuing year or until their successors have been duly elected and shall have qualified:

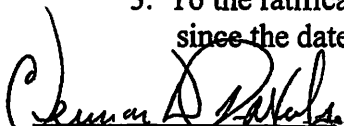
Office

President
Vice-President
Vice-President
Vice-President
Vice-President
Vice-President
Secretary
Treasurer

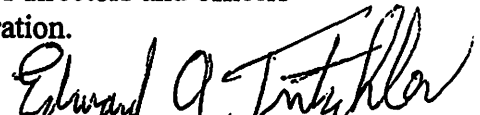
Name

Vernon Dean Patrick
John R. Haynes
Michael A. Runcie
Richard Alan Kelley
Edward A. Tritschler
Bradford L. Stevens
Bradford L. Stevens
Stephen T. Gordon

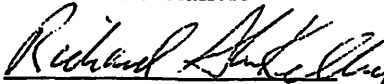
3. To the ratification of all other acts taken by the board of directors and officers since the date of the last Annual Consent of the corporation.

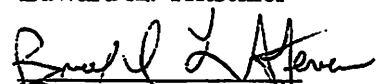

Vernon Dean Patrick


Michael A. Runcie


Edward A. Tritschler


John R. Haynes


Richard Alan Kelley


Bradford L. Stevens

ANNUAL CONSENT OF THE DIRECTORS
OF THE
McKNIGHT ROAD CHURCH OF CHRIST

AUGUST 1, 2003

Pursuant to the provisions of Section 351.145 (3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri non-profit corporation, hereby consent to the following actions:

1. To the election of the following individuals to serve as directors for the corporation for the ensuing year or until their successors have been duly elected and qualified:

Richard Alan Kelley
Michael A. Runcie
Edward A. Tritschler
John R. Haynes
Bradford L. Stevens

2. To the election of the following persons to serve as officers of the corporation for the office indicated opposite their name for the ensuing year or until their successors have been duly elected and shall have qualified:

Office

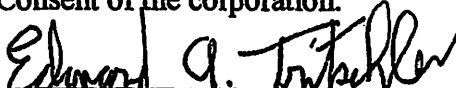
President
Vice-President
Vice-President
Vice-President
Vice-President
Secretary
Treasurer

Name

John R. Haynes
Michael A. Runcie
Richard Alan Kelley
Edward A. Tritschler
Bradford L. Stevens
Bradford L. Stevens
Steve Gordon

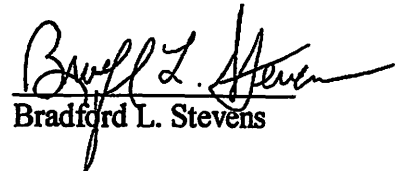
3. To the ratification of all other acts taken by the board of directors and officers since the date of the last Annual Consent of the corporation.


Michael A. Runcie


Edward A. Tritschler


John R. Haynes


Richard Alan Kelley


Bradford L. Stevens

**UNANIMOUS CONSENT OF THE DIRECTORS OF
MCKNIGHT ROAD CHURCH OF CHRIST
AUGUST 1, 2004**

Pursuant to the Bylaws of the Corporation, and pursuant to Missouri Revised Statutes, Section 355.246 of The General Not For Profit Corporation Law of Missouri, the undersigned, being all of the Directors of McKnight Road Church of Christ, a Missouri not-for-profit corporation (the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this Consent be filed with the official records of the Corporation.

WHEREAS, the Corporation is a non-profit corporation organized and existing under Chapter 355 of the Missouri Non-Profit Corporation Laws; and

WHEREAS, the Corporation desires to enter into a loan agreement with First National Bank of Clayton (the "Bank") by which the Corporation will borrow \$1,900,000 from the Bank; and

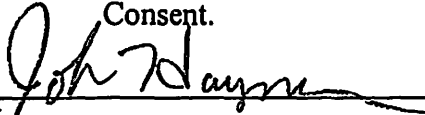
WHEREAS, the Corporation will hereby authorize its Treasurer, Stephen T. Gordon, and its Secretary, Bradford L. Stevens, to execute any and all existing loan documents, promissory notes and deeds of trust on the property known and numbered as 2515 McKnight Road to secure the indebtedness by a first mortgage on said real estate; and

WHEREAS, the Corporation hereby authorizes its Treasurer and Secretary to do any and all other things that are necessary and proper to fulfill the terms of the loan agreement and execute any and all documents in connection with the real estate closing securing the loan thereby.


THEREFORE, BE IT RESOLVED, that the Board of Directors of the Corporation hereby authorizes its corporate officers, in particular, Stephen T. Gordon, Treasurer and/or Bradford L. Stevens, Secretary, to execute any and all documents necessary granting to the Bank a first deed of trust and mortgage indebtedness on behalf of the Corporation in an amount up to \$1,900,000; and

BE IT FURTHER RESOLVED, that the Corporation's officers are further directed to take any and all actions in executing any and all

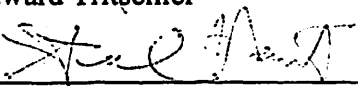
documents necessary to carry out and effectuate the intent of this
Consent.




John Haynes



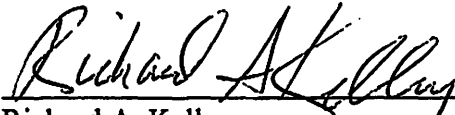
Edward Tritschler



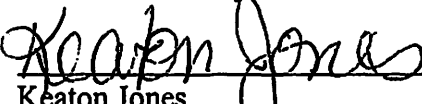
Steven C. Haupt



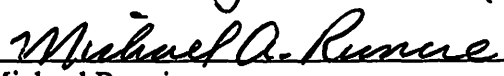
Mark Chenoweth



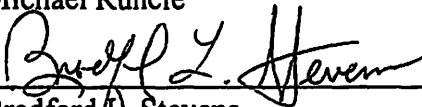
Richard A. Kelley



Keaton Jones



Michael Runcie



Bradford L. Stevens

BEING ALL OF THE DIRECTORS OF THE CORPORATION

ANNUAL CONSENT OF THE DIRECTORS
OF THE
McKNIGHT ROAD CHURCH OF CHRIST

AUGUST 1, 2004

Pursuant to the provisions of Section 351.145 (3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri non-profit corporation, hereby consent to the following actions:

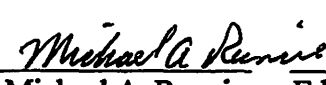
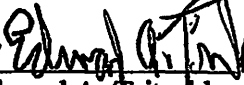

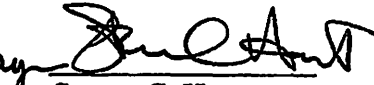
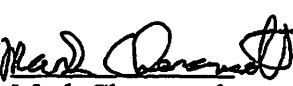
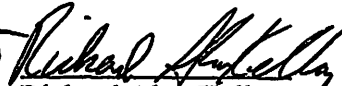
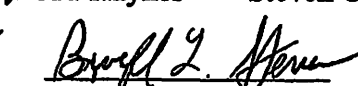
1. To the election of the following individuals to serve as directors for the corporation for the ensuing year or until their successors have been duly elected and qualified:

Richard Alan Kelley
Michael A. Runcie
Edward A. Tritschler
John R. Haynes
Bradford L. Stevens
Steven C. Haupt
Mark Chenoweth

2. To the election of the following persons to serve as officers of the corporation for the office indicated opposite their name for the ensuing year or until their successors have been duly elected and shall have qualified:

| <u>Office</u> | <u>Name</u> |
|----------------|----------------------|
| President | John R. Haynes |
| Vice-President | Michael A. Runcie |
| Vice-President | Richard Alan Kelley |
| Vice-President | Edward A. Tritschler |
| Vice-President | Bradford L. Stevens |
| Vice-President | Steven C. Haupt |
| Vice-President | Mark Chenoweth |
| Secretary | Bradford L. Stevens |
| Treasurer | Stephen T. Gordon |

3. To the ratification of all other acts taken by the board of directors and officers since the date of the last Annual Consent of the corporation.

| | | | |
|--|---|---|--|
|  Michael A. Runcie |  Edward A. Tritschler |  John R. Haynes |  Steven C. Haupt |
|  Mark Chenoweth |  Richard Alan Kelley |  Bradford L. Stevens | |

ANNUAL CONSENT OF THE DIRECTORS
OF THE
McKNIGHT ROAD CHURCH OF CHRIST

AUGUST 1, 2005

Pursuant to the provisions of Section 351.145 (3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri non-profit corporation, hereby consent to the following actions:

1. To the election of the following individuals to serve as directors for the corporation for the ensuing year or until their successors have been duly elected and qualified:

Richard Alan Kelley
Michael A. Runcie
Keaton Jones
John R. Haynes
Bradford L. Stevens
Steven C. Haupt

2. To the election of the following persons to serve as officers of the corporation for the office indicated opposite their name for the ensuing year or until their successors have been duly elected and shall have qualified:

Office

President
Vice-President
Vice-President
Vice-President
Vice-President
Vice-President
Secretary
Treasurer

Name

John R. Haynes
Michael A. Runcie
Richard Alan Kelley
Bradford L. Stevens
Steven C. Haupt
Keaton Jones
Bradford L. Stevens
Stephen T. Gordon

3. To the ratification of all other acts taken by the board of directors and officers since the date of the last Annual Consent of the corporation.

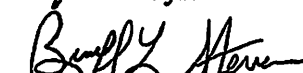

Michael A. Runcie


Keaton Jones


John R. Haynes


Steven C. Haupt


Richard Alan Kelley


Bradford L. Stevens

ANNUAL CONSENT OF THE DIRECTORS
OF THE
McKNIGHT ROAD CHURCH OF CHRIST

AUGUST 1, 2006

Pursuant to the provisions of Section 351.145 (3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri non-profit corporation, hereby consent to the following actions:

1. To the election of the following individuals to serve as directors for the corporation for the ensuing year or until their successors have been duly elected and qualified:

Richard Alan Kelley
Michael A. Runcie
Keaton Jones
John R. Haynes
Bradford L. Stevens
Steven C. Haupt

2. To the election of the following persons to serve as officers of the corporation for the office indicated opposite their name for the ensuing year or until their successors have been duly elected and shall have qualified:


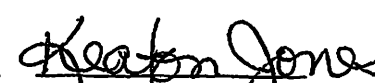



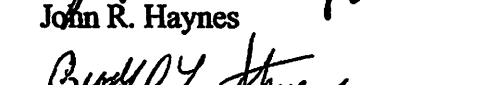
Office

President
Vice-President
Vice-President
Vice-President
Vice-President
Vice-President
Secretary
Treasurer

Name

John R. Haynes
Michael A. Runcie
Richard Alan Kelley
Bradford L. Stevens
Steven C. Haupt
Keaton Jones
Bradford L. Stevens
Stephen T. Gordon

3. To the ratification of all other acts taken by the board of directors and officers since the date of the last Annual Consent of the corporation.

| | | |
|--|--|---|
|  Michael A. Runcie |  Keaton Jones |  John R. Haynes |
|  Steven C. Haupt |  Richard Alan Kelley |  Bradford L. Stevens |

ANNUAL CONSENT OF THE DIRECTORS
OF THE
McKNIGHT ROAD CHURCH OF CHRIST

October 10, 2007

Pursuant to the provisions of Section 351.145 (3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri non-profit corporation, hereby consent to the following actions:


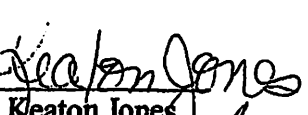
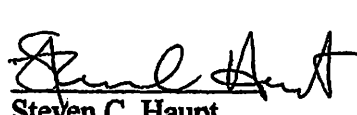
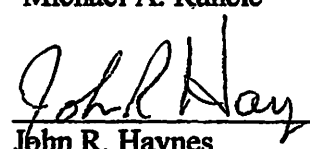
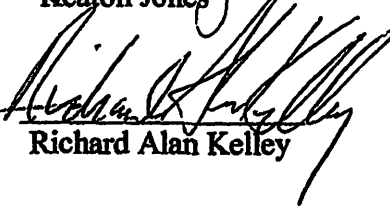
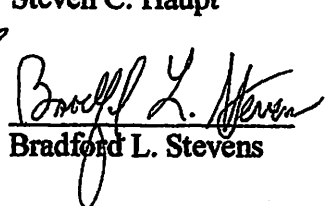
1. To the election of the following individuals to serve as directors for the corporation for the ensuing year or until their successors have been duly elected and qualified:

Richard Alan Kelley
Steven C. Haupt
Keaton Jones
John R. Haynes
Bradford L. Stevens

2. To the election of the following persons to serve as officers of the corporation for the office indicated opposite their name for the ensuing year or until their successors have been duly elected and shall have qualified:

| <u>Office</u> | <u>Name</u> |
|----------------|---------------------|
| President | John R. Haynes |
| Vice-President | Keaton Jones |
| Vice-President | Richard Alan Kelley |
| Vice-President | Steven C. Haupt |
| Vice-President | Bradford L. Stevens |
| Secretary | Bradford L. Stevens |
| Treasurer | Steve Gordon |

3. To the ratification of all other acts taken by the board of directors and officers since the date of the last Annual Consent of the corporation.

| | | |
|--|--|---|
|  Michael A. Runcie |  Keaton Jones |  Steven C. Haupt |
|  John R. Haynes |  Richard Alan Kelley |  Bradford L. Stevens |

ANNUAL CONSENT OF THE DIRECTORS
OF THE
McKNIGHT ROAD CHURCH OF CHRIST

October 10, 2008

Pursuant to the provisions of Section 351.145 (3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri non-profit corporation, hereby consent to the following actions:

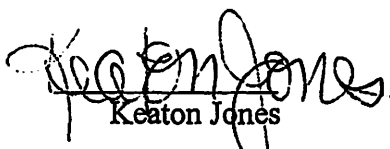

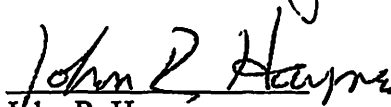
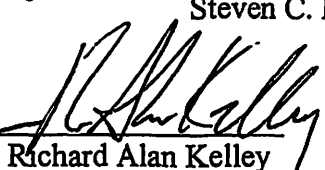
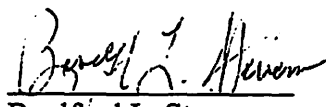
1. To the election of the following individuals to serve as directors for the corporation for the ensuing year or until their successors have been duly elected and qualified:

Richard Alan Kelley
Steven C. Haupt
Keaton Jones
John R. Haynes
Bradford L. Stevens

2. To the election of the following persons to serve as officers of the corporation for the office indicated opposite their name for the ensuing year or until their successors have been duly elected and shall have qualified:

| <u>Office</u> | <u>Name</u> |
|----------------|---------------------|
| President | John R. Haynes |
| Vice-President | Keaton Jones |
| Vice-President | Richard Alan Kelley |
| Vice-President | Steven C. Haupt |
| Vice-President | Bradford L. Stevens |
| Secretary | Bradford L. Stevens |
| Treasurer | Steve Gordon |

3. To the ratification of all other acts taken by the board of directors and officers since the date of the last Annual Consent of the corporation.

| | |
|---|---|
|  Keaton Jones |  Steven C. Haupt |
|  John R. Haynes |  Richard Alan Kelley |
| |  Bradford L. Stevens |

ANNUAL CONSENT OF THE DIRECTORS
OF THE
McKNIGHT ROAD CHURCH OF CHRIST

October 10, 2009

Pursuant to the provisions of Section 351.145 (3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri non-profit corporation, hereby consent to the following actions:

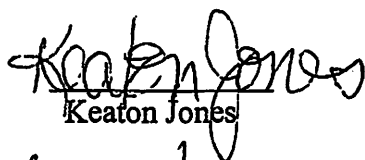

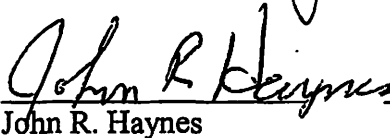
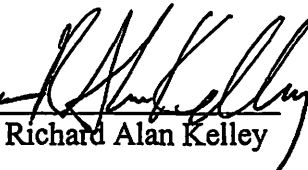
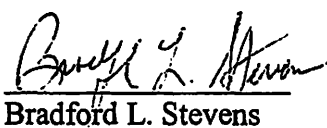
1. To the election of the following individuals to serve as directors for the corporation for the ensuing year or until their successors have been duly elected and qualified:

Richard Alan Kelley
Steven C. Haupt
Keaton Jones
John R. Haynes
Bradford L. Stevens

2. To the election of the following persons to serve as officers of the corporation for the office indicated opposite their name for the ensuing year or until their successors have been duly elected and shall have qualified:

| <u>Office</u> | <u>Name</u> |
|----------------|---------------------|
| President | John R. Haynes |
| Vice-President | Keaton Jones |
| Vice-President | Richard Alan Kelley |
| Vice-President | Steven C. Haupt |
| Vice-President | Bradford L. Stevens |
| Secretary | Bradford L. Stevens |
| Treasurer | Elliot Grissom |

3. To the ratification of all other acts taken by the board of directors and officers since the date of the last Annual Consent of the corporation.

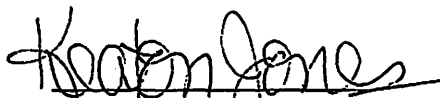
| | |
|---|---|
|  Keaton Jones |  Steven C. Haupt |
|  John R. Haynes |  Richard Alan Kelley |
| |  Bradford L. Stevens |

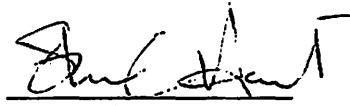
SPECIAL CONSENT OF THE DIRECTORS
OF THE
McKNIGHT ROAD CHURCH OF CHRIST

February 26, 2009

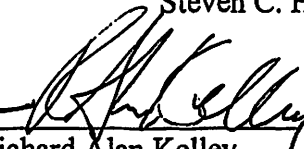
Pursuant to the provisions of Section 351.145 (3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri non-profit corporation, hereby consent to the following actions:

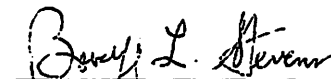
1. To the election of Elliot Grissom to serve as Treasurer for the remaining term of office for 2009.


Keaton Jones


Steven C. Haupt


John R. Haynes


Richard Alan Kelley


Bradford L. Stevens

ANNUAL CONSENT OF THE DIRECTORS
OF THE
McKNIGHT ROAD CHURCH OF CHRIST

October 10, 2010

Pursuant to the provisions of Section 351.145 (3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri non-profit corporation, hereby consent to the following actions:

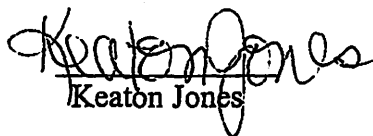
1. To the election of the following individuals to serve as directors for the corporation for the ensuing year or until their successors have been duly elected and qualified:

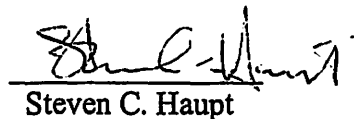
Steven C. Haupt
Keaton Jones
John R. Haynes
Sam Ottenlips
Bradford L. Stevens

2. To the election of the following persons to serve as officers of the corporation for the office indicated opposite their name for the ensuing year or until their successors have been duly elected and shall have qualified:

| <u>Office</u> | <u>Name</u> |
|----------------|---------------------|
| President | John R. Haynes |
| Vice-President | Keaton Jones |
| Vice-President | Sam Ottenlips |
| Vice-President | Steven C. Haupt |
| Vice-President | Bradford L. Stevens |
| Secretary | Bradford L. Stevens |
| Treasurer | Elliot Grissom |

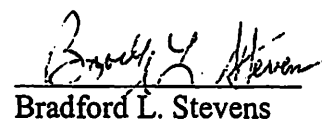
3. To the ratification of all other acts taken by the board of directors and officers since the date of the last Annual Consent of the corporation.


Keaton Jones


Steven C. Haupt


John R. Haynes


Sam Ottenlips


Bradford L. Stevens

SPECIAL CONSENT OF THE DIRECTORS
OF THE
McKNIGHT ROAD CHURCH OF CHRIST

March 9, 2011

Pursuant to the provisions of Section 351.145 (3) of the Revised Statutes of the State of Missouri, the undersigned, constituting all of the directors of the McKnight Road Church of Christ, a Missouri non-profit corporation, hereby consent to the following actions:

1. To the election of the following individuals to serve as additional directors for the corporation for the ensuing year or until their successors have been duly elected and qualified:

Richard G. Davania
Adewole L. Okunade

2. To the election of the following persons to serve as officers of the corporation for the office indicated opposite their name for the ensuing year or until their successors have been duly elected and shall have qualified:


| <u>Office</u> | <u>Name</u> |
|----------------|---------------------|
| President | Bradford L. Stevens |
| Vice-President | Keaton Jones |
| Vice-President | Sam Ottenlips |
| Vice-President | Steven C. Haupt |
| Vice-President | Richard G. Davania |
| Vice-President | Adewole L. Okunade |
| Secretary | Bradford L. Stevens |
| Treasurer | Brian T. Hannel |

3. To the renewal of the corporation's Line of Credit loan with First National Bank and to the execution of those loan documents as needed to be signed by the corporation's officers to effect such renewal.


Keaton Jones


Steven C. Haupt


Sam Ottenlips


Bradford L. Stevens

**UNANIMOUS CONSENT OF THE
BOARD OF DIRECTORS OF**

MCKNIGHT CROSSINGS CHURCH OF CHRIST

Pursuant to Section 355.381 of The General Not For Profit Corporation Law of Missouri, the undersigned, being all of the directors of McKnight Crossings Church of Christ, a Missouri non-profit corporation (the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this consent be filed with the official corporate minutes.

RESOLVED, that the following named persons are elected as the directors of the Corporation, to hold office until the next annual meeting of the directors or until their successor is elected and qualifies:

| | |
|------------------------|---------------------|
| Steven C. Haupt | James R. Burge |
| Keaton Jones | Jeffrey A. Earnhart |
| Salvatore L. Ottenlips | Stephen R. Walker |
| Bradford L. Stevens | Louise J. West |
| Richard Glenn Davania | Adewole L. Okunade |
| Donald W. Fitzgerald | |

RESOLVED, that the following persons are elected to the offices of the Corporation set opposite their name, to serve in accordance with the By-laws of the Corporation, and at the discretion of the Board of Directors until their successors are elected and qualify or until their earlier resignation or removal:

| | |
|---|----------------------------|
| Donald W. Fitzgerald, President | Bret Blackford, Treasurer |
| Steven C. Haupt, Vice-President | Brian T. Hannel, Treasurer |
| Stephen R. Walker, Vice-President | David W. Weiler, Treasurer |
| Jeffrey A. Earnhart, Vice-President | |
| Bradford L. Stevens, Vice-President and Secretary | |
| Richard Glenn Davania, Vice-President | |
| David W. Weiler, Assistant Secretary | |

FURTHER RESOLVED, that the appropriate officers of the Corporation are hereby authorized to take all of the necessary steps, or cause to be executed and delivered all such documents, instruments and certificates, including any and all documents in the name of and on behalf of the Corporation as they may deem necessary, advisable or appropriate to execute or carry out the purpose and intent of the foregoing resolution;

FURTHER RESOLVED, that the Board of Directors hereby ratify all other actions taken by the directors and officers of the Corporation, by or on behalf of the Corporation, from the date of the last Annual meeting to the present.

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Consent this

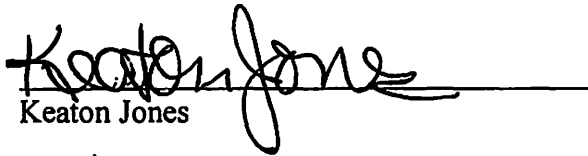
2nd day of October, 2011.



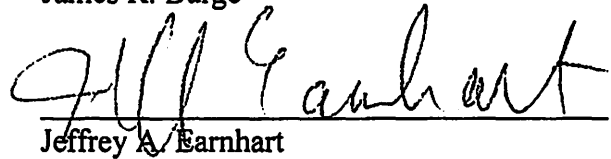
Steven C. Haupt



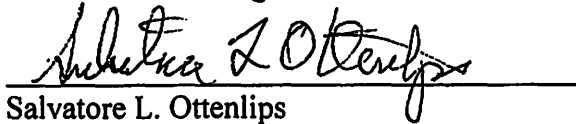
James R. Burge



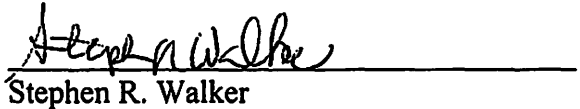
Keaton Jones



Jeffrey A. Earnhart



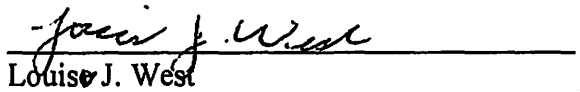
Salvatore L. Ottenlips



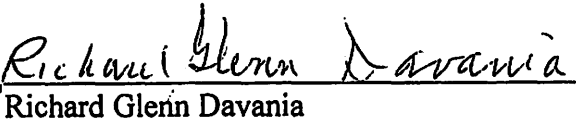
Stephen R. Walker



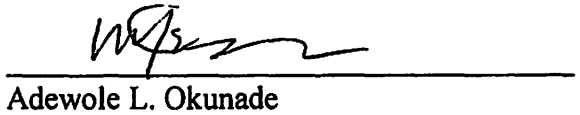
Bradford L. Stevens



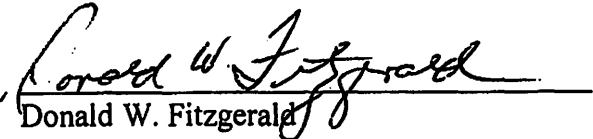
Louise J. West



Richard Glenin Davania



Adewole L. Okunade



Donald W. Fitzgerald

BEING ALL OF THE DIRECTORS
OF THE CORPORATION

Dated: October 2, 2011

**UNANIMOUS CONSENT OF THE
BOARD OF DIRECTORS OF**

MCKNIGHT CROSSINGS CHURCH OF CHRIST

Pursuant to Section 355.381 of The General Not For Profit Corporation Law of Missouri, the undersigned, being all of the directors of McKnight Crossings Church of Christ, a Missouri non-profit corporation (the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this consent be filed with the official corporate minutes.

RESOLVED, that the following named persons are elected as the directors of the Corporation, to hold office until the next annual meeting of the directors or until their successor is elected and qualifies:

| | |
|-----------------------|---------------------|
| Steven C. Haupt | James R. Burge |
| Keaton Jones | Jeffrey A. Earnhart |
| Bradford L. Stevens | Stephen R. Walker |
| Richard Glenn Davania | Louise J. West |
| Adewole L. Okunade | Steven M. Awtrey |
| Donald W. Fitzgerald | |


RESOLVED, that the following persons are elected to the offices of the Corporation set opposite their name, to serve in accordance with the By-laws of the Corporation, and at the discretion of the Board of Directors until their successors are elected and qualify or until their earlier resignation or removal:

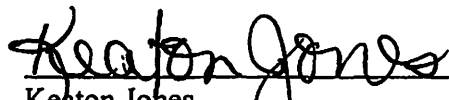
| | |
|---|---|
| Donald W. Fitzgerald, President | Brian T. Hannel, Treasurer |
| Steven C. Haupt, Vice-President | Bret Blackford, Treasurer |
| Stephen R. Walker, Vice-President | David W. Weiler, Treasurer and Assistant Secretary |
| Bradford L. Stevens, Vice-President and Secretary | |
| Richard Glenn Davania, Vice-President | |
| Jeffrey A. Earnhart, Vice-President | |


FURTHER RESOLVED, that the appropriate officers of the Corporation are hereby authorized to take all of the necessary steps, or cause to be executed and delivered all such documents, instruments and certificates, including any and all documents in the name of and on behalf of the Corporation as they may deem necessary, advisable or appropriate to execute or carry out the purpose and intent of the foregoing resolution;

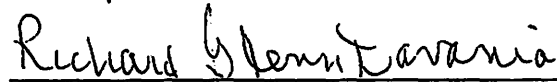
FURTHER RESOLVED, that the Board of Directors hereby ratify all other actions taken by the directors and officers of the Corporation, by or on behalf of the Corporation, from the date of the last Annual meeting to the present.

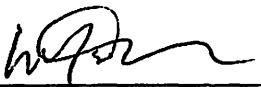
IN WITNESS WHEREOF, the undersigned have executed this Unanimous Consent this
7th day of October, 2012.

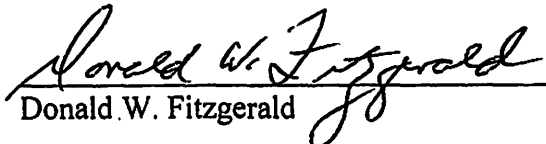

Steven C. Haupt



Keaton Jones



Bradford L. Stevens

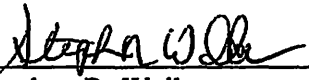

Richard Glenn Davania

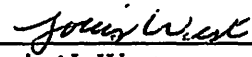

Adewole L. Okunade

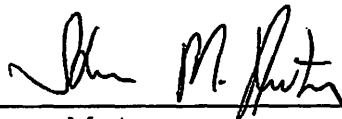

Donald W. Fitzgerald


James R. Burge


Jeffrey A. Earnhart


Stephen R. Walker


Louise J. West


Steven M. Awtrey

BEING ALL OF THE DIRECTORS
OF THE CORPORATION

Dated: October 7, 2012

**UNANIMOUS CONSENT OF THE
BOARD OF DIRECTORS OF**

MCKNIGHT CROSSINGS CHURCH OF CHRIST

Pursuant to Section 355.381 of The General Not For Profit Corporation Law of Missouri, the undersigned, being all of the directors of McKnight Crossings Church of Christ, a Missouri non-profit corporation (the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this consent be filed with the official corporate minutes.

RESOLVED, that the following named persons are elected as the directors of the Corporation, to hold office until the next annual meeting of the directors or until their successor is elected and qualifies:

| | |
|-----------------------|--------------------|
| Donald W. Fitzgerald | Keaton Jones |
| Richard Glenn Davania | Adewole L. Okunade |
| Steven C. Haupt | James R. Burge |
| Stephen R. Walker | Louis J. West |
| Jeffrey A. Earnhart | Stephen M. Awtrey |
| Bradford L. Stevens | Steven Jones |

RESOLVED, that the following persons are elected to the offices of the Corporation set opposite their name, to serve in accordance with the By-laws of the Corporation, and at the discretion of the Board of Directors until their successors are elected and qualify or until their earlier resignation or removal:


| | |
|---|--------------------------------|
| Donald W. Fitzgerald, President | Brian T. Hannel, Treasurer |
| Richard Glenn Davania, Vice-President | Bret Blackford, Treasurer |
| Steven C. Haupt, Vice-President | David W. Weiler, Treasurer and |
| Stephen R. Walker, Vice-President | Secretary |
| Jeffrey A. Earnhart, Vice-President | |
| Bradford L. Stevens, Vice-President and Secretary | |

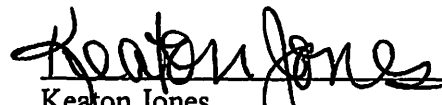
FURTHER RESOLVED, that the appropriate officers of the Corporation are hereby authorized to take all of the necessary steps, or cause to be executed and delivered all such documents, instruments and certificates, including any and all documents in the name of and on behalf of the Corporation as they may deem necessary, advisable or appropriate to execute or carry out the purpose and intent of the foregoing resolution;


FURTHER RESOLVED, that the Board of Directors hereby ratify all other actions taken by the directors and officers of the Corporation, by or on behalf of the Corporation, from the date of the last Annual meeting to the present.


IN WITNESS WHEREOF, the undersigned have executed this Unanimous Consent this

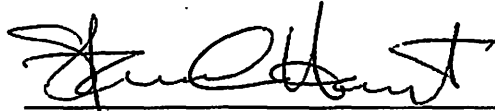
6th day of October, 2013.



Donald W. Fitzgerald



Keaton Jones

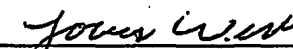

Richard Glenn Davania

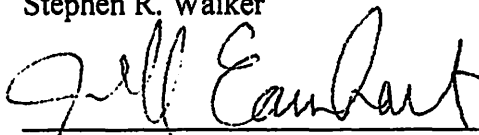

Adewole L. Okunade

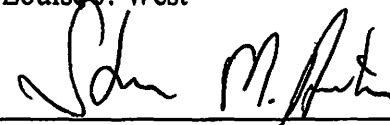

Steven C. Haupt

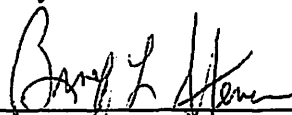

James R. Burge

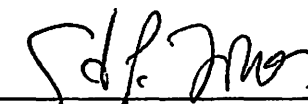

Stephen R. Walker


Louise J. West


Jeffrey A. Earnhart


Steven M. Awtrey


Bradford L. Stevens


Steve Jones

BEING ALL OF THE DIRECTORS
OF THE CORPORATION

Dated: October 6, 2013

**UNANIMOUS CONSENT OF THE
BOARD OF DIRECTORS OF**

MCKNIGHT CROSSINGS CHURCH OF CHRIST

Pursuant to Section 355.381 of The General Not For Profit Corporation Law of Missouri, the undersigned, being all of the directors of McKnight Crossings Church of Christ, a Missouri non-profit corporation (the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this consent be filed with the official corporate minutes.

RESOLVED, that the following named persons are elected as the directors of the Corporation, to hold office until the next annual meeting of the directors or until their successor is elected and qualifies:

| | |
|-----------------------|--------------------|
| Donald W. Fitzgerald | Keaton Jones |
| Richard Glenn Davania | Adewole L. Okunade |
| Steven C. Haupt | James R. Burge |
| Stephen R. Walker | Louis J. West |
| Jeffrey A. Earnhart | Stephen M. Awtrey |
| Bradford L. Stevens | Steven Jones |


RESOLVED, that the following persons are elected to the offices of the Corporation set opposite their name, to serve in accordance with the By-laws of the Corporation, and at the discretion of the Board of Directors until their successors are elected and qualify or until their earlier resignation or removal:

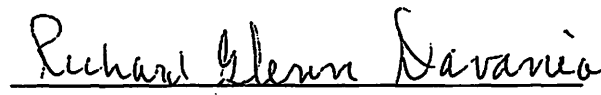
| | |
|---|--------------------------------|
| Donald W. Fitzgerald, President | Brian T. Hannel, Treasurer |
| Richard Glenn Davania, Vice-President | Bret Blackford, Treasurer |
| Steven C. Haupt, Vice-President | David W. Weiler, Treasurer and |
| Stephen R. Walker, Vice-President | Secretary |
| Jeffrey A. Earnhart, Vice-President | |
| Bradford L. Stevens, Vice-President and Secretary | |

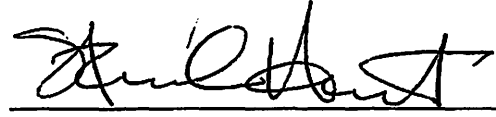
FURTHER RESOLVED, that the appropriate officers of the Corporation are hereby authorized to take all of the necessary steps, or cause to be executed and delivered all such documents, instruments and certificates, including any and all documents in the name of and on behalf of the Corporation as they may deem necessary, advisable or appropriate to execute or carry out the purpose and intent of the foregoing resolution;


FURTHER RESOLVED, that the Board of Directors hereby ratify all other actions taken by the directors and officers of the Corporation, by or on behalf of the Corporation, from the date of the last Annual meeting to the present.

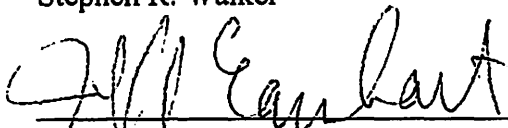
IN WITNESS WHEREOF, the undersigned have executed this Unanimous Consent this
5th day of October, 2014.

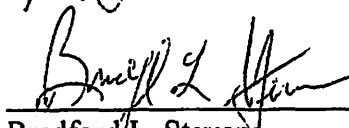

Donald W. Fitzgerald

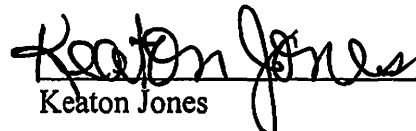

Richard Glenn Davania



Steven C. Haupt

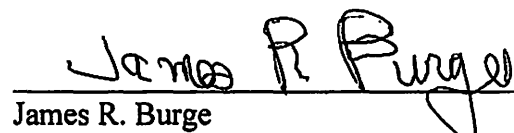

Stephen R. Walker


Jeffrey A. Earnhart

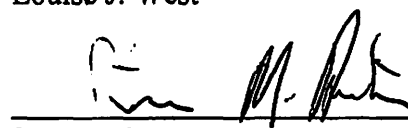

Bradford L. Stevens

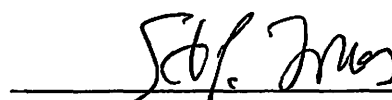

Keaton Jones


Adewole L. Okunade


James R. Burge


Louise J. West


Steven M. Awtrey


Steve Jones

BEING ALL OF THE DIRECTORS
OF THE CORPORATION

Dated: October 5, 2014

Special Unanimous Consent
Of
The Board of Directors
Of the
McKnight Crossings Church of Christ
December 20, 2014

Pursuant to Section 355.381 of The General Not For Profit Corporation Law of the State of Missouri, the undersigned, being all of the Directors of the McKnight Crossings Church of Christ, a Missouri non-profit corporation (hereinafter the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this Special Consent be filed with the official corporate minutes of the Corporation.

WHEREAS, the Corporation has determined that it would be in the best interest of its Employees to adapt a "Section 129 Dependent Care Assistance Plan" allowing for pre-taxed dependent care benefits.

NOW, THEREFORE IT IS RESOLVED that the Corporation adopts a so-called "Section 129 Dependent Care Assistance Plan, all in accordance with the specifications annexed hereto; and such plan shall be effective as of the 1st day of January 2015;

RESOLVED FURTHER, the officers of the corporation shall take all actions necessary to implement the Plan and that Jeannie Britzmann shall be the designated "Administrator" of such Plan on behalf of the Corporation and shall be fully authorized to do all things necessary to effectuate and fulfill the obligations of said Plan thereafter on behalf of the Corporation.; and

WHEREAS, the Corporation has also determined that it would also be in the best interests of its Employees to adopt a "Section 125 Premium Only Plan" sometimes referred to as a "Cafeteria Plan" to allow for the payment of certain authorized expenses on a pre-tax basis,

NOW, THEREFORE IT IS RESOLVED that the Corporation adopts the so-called "Section 125 Premium Only Plan", all in accordance with the Plan attached hereto effective for the year 2015 beginning on January 1, 2015,

RESOLVED FURTHER, the officers of the Corporation shall take all actions necessary to implement the Plan and that Jeannie Britzmann shall be the designated "Administrator" of such Plan on behalf of the Corporation and that she shall be fully authorized to carry out the administration of said Plan by taking all necessary steps as she deems necessary or advisable to carry out the purpose and intent of this resolution.

IN WITNESS WHEREOF the undersigned have executed this Special Consent effective the date set forth above.

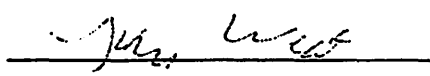

Donald W. Fitzgerald

Adewole L. Okunade

Steve Jones


James R. Burge


Louis J. West

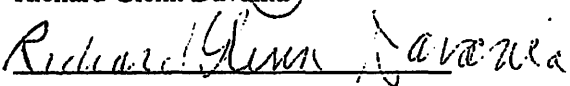

Stephen M. Awtrey


Stephen R. Walker


Jeffrey A. Harnhart


Keaton Jones


Richard Glenn Davania


Steven C. Haupt


Bradford L. Stevens

BEING ALL OF THE DIRECTORS OF THE CORPORATION

Special Unanimous Consent
Of
The Board of Directors
Of the
McKnight Crossings Church of Christ

December 20, 2014

Pursuant to Section 355.381 of The General Not For Profit Corporation Law of the State of Missouri, the undersigned, being all of the Directors of the McKnight Crossings Church of Christ, a Missouri non-profit corporation (hereinafter the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this Special Consent be filed with the official corporate minutes of the Corporation.

WHEREAS, the Corporation has determined that it would be in the best interest of its Employees to adapt a "Section 129 Dependent Care Assistance Plan" allowing for pre-taxed dependent care benefits.

NOW, THEREFORE IT IS RESOLVED that the Corporation adopts a so-called "Section 129 Dependent Care Assistance Plan, all in accordance with the specifications annexed hereto; and such plan shall be effective as of the 1st day of January 2015;

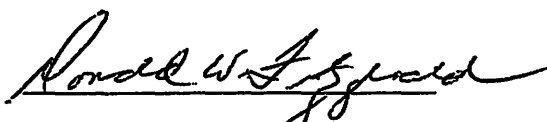
RESOLVED FURTHER, the officers of the corporation shall take all actions necessary to implement the Plan and that Jeannie Britzmann shall be the designated "Administrator" of such Plan on behalf of the Corporation and shall be fully authorized to do all things necessary to effectuate and fulfill the obligations of said Plan thereafter on behalf of the Corporation.; and

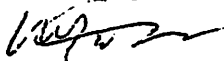
WHEREAS, the Corporation has also determined that it would also be in the best interests of its Employees to adopt a "Section 125 Premium Only Plan" sometimes referred to as a "Cafeteria Plan" to allow for the payment of certain authorized expenses on a pre-tax basis,

NOW, THEREFORE IT IS RESOLVED that the Corporation adopts the so-called "Section 125 Premium Only Plan", all in accordance with the Plan attached hereto effective for the year 2015 beginning on January 1, 2015,

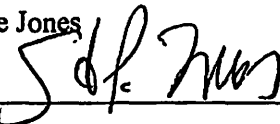
RESOLVED FURTHER, the officers of the Corporation shall take all actions necessary to implement the Plan and that Jeannie Britzmann shall be the designated "Administrator" of such Plan on behalf of the Corporation and that she shall be fully authorized to carry out the administration of said Plan by taking all necessary steps as she deems necessary or advisable to carry out the purpose and intent of this resolution.

IN WITNESS WHEREOF the undersigned have executed this Special Consent effective the date set forth above.

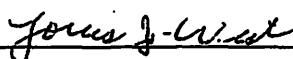

Donald W. Fitzgerald


Adewole L. Okunade

Steve Jones


James R. Burge

James R. Burge

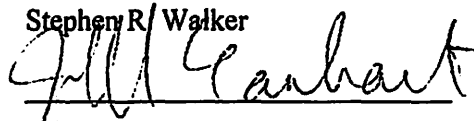

Louis J. West

Louis J. West


Stephen M. Awtrey


Stephany R. Walker

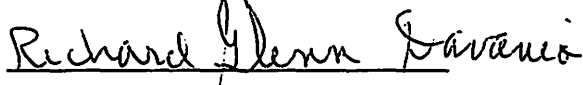
Stephany R. Walker


Jeffrey A. Earnhart

Jeffrey A. Earnhart


Keaton Jones

Keaton Jones


Richard Glenn Davanja

Richard Glenn Davanja


Steven C. Haupt

Steven C. Haupt


Bradford L. Stevens

Bradford L. Stevens

BEING ALL OF THE DIRECTORS OF THE CORPORATION

**UNANIMOUS CONSENT OF THE
BOARD OF DIRECTORS OF
McKNIGHT CROSSINGS CHURCH OF CHRIST**

Pursuant to Section 351.381 of the General Not For Profit Corporation Law of Missouri, the undersigned, being all of the directors of McKnight Crossings Church of Christ, a Missouri non-profit corporation (the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this consent be filed with the official corporate minutes.

RESOLVED, that the following named persons are elected as the directors of the Corporation, to hold office until the next annual meeting of the directors or until their successor is elected and qualifies:

| | |
|-----------------------|--------------------|
| Donald W. Fitzgerald | Keaton Jones |
| Richard Glenn Davania | Adewole L. Okunade |
| Steven C. Haupt | Louis J. West |
| Stephen R. Walker | Stephen M. Awtrey |
| Jeffrey A. Earnhart | Steven Jones |
| Bradford L. Stevens | |


RESOLVED, that the following persons are elected to the offices of the Corporation set opposite their name, to serve in accordance with the By-laws of the Corporation, and at the discretion of the Board of Directors until their successors are elected and qualify or until their earliest resignation or removal:

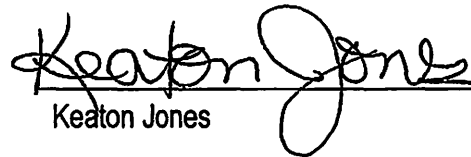
| | |
|---|--|
| Donald W. Fitzgerald, President | Brian T. Hannel, Treasurer |
| Richard Glenn Davania, Vice President | Bret Blackford, Treasurer |
| Steven C. Haupt, Vice President | David W. Weiler, Treasurer and Secretary |
| Stephen R. Walker, Vice President | Jeffrey W. Earnhart, Vice President |
| Bradford L. Stevens, Vice President and Secretary | |

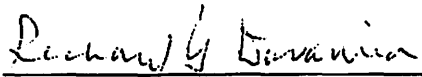
FURTHER RESOLVED, that the appropriate officers of the Corporation are hereby authorized to take all of the necessary steps, or cause to be executed and delivered all such documents, instruments and certificates, including any and all documents in the name of and on behalf the Corporation as they may deem necessary, advisable or appropriate to execute or carry out the purpose and intent of the foregoing resolution;

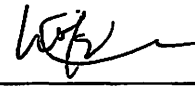
FURTHER RESOLVED, that the Board of Directors hereby ratify all other actions taken by the directors and officers of the Corporation, by or on behalf of the Corporation, from the date of the last Annual meeting to the present.


IN WITNESS WHEREOF, the undersigned have executed this Unanimous Consent as of October 5, 2015.

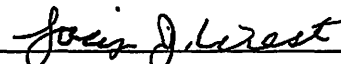

Donald W. Fitzgerald

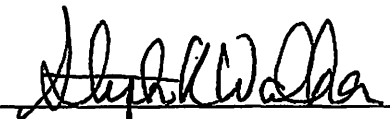

Keaton Jones

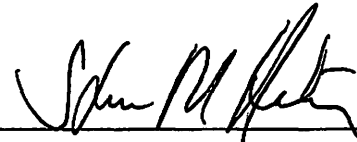

Richard Glenn Davania

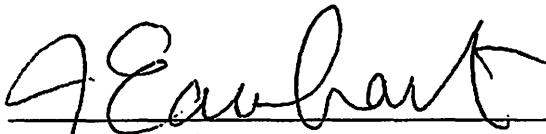

Adewole L. Okunade

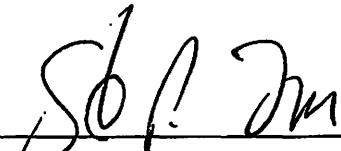

Steven C. Haupt

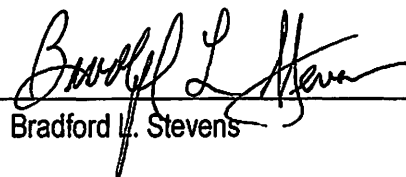

Louis J. West


Stephen R. Walker


Steven M. Awtrey


Jeffrey A. Earnhart


Steve Jones


Bradford L. Stevens

BEING ALL OF THE DIRECTORS OF THE CORPORATION

**UNANIMOUS CONSENT OF THE
BOARD OF DIRECTORS OF
McKNIGHT CROSSINGS CHURCH OF CHRIST**

Pursuant to Section 351.381 of the General Not For Profit Corporation Law of Missouri, the undersigned, being all of the directors of McKnight Crossings Church of Christ, a Missouri non-profit corporation (the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this consent be filed with the official corporate minutes.

RESOLVED, that the following named persons are elected as the directors of the Corporation, to hold office until the next annual meeting of the directors or until their successor is elected and qualifies:

| | |
|-----------------------|--------------------|
| Donald W. Fitzgerald | Keaton Jones |
| Richard Glenn Davania | Adewole L. Okunade |
| Steven C. Haupt | Louis J. West |
| Stephen R. Walker | Stephen M. Awtrey |
| Jeffrey A. Earnhart | Steven Jones |
| Bradford L. Stevens | |

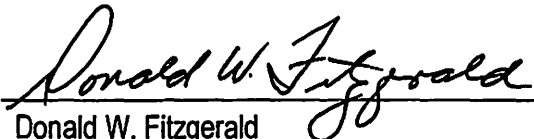
RESOLVED, that the following persons are elected to the offices of the Corporation set opposite their name, to serve in accordance with the By-laws of the Corporation, and at the discretion of the Board of Directors until their successors are elected and qualify or until their earliest resignation or removal:

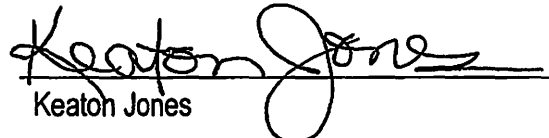
| | |
|---|--|
| Donald W. Fitzgerald, President | Brian T. Hannel, Treasurer |
| Richard Glenn Davania, Vice President | Bret Blackford, Treasurer |
| Steven C. Haupt, Vice President | David W. Weiler, Treasurer and Secretary |
| Stephen R. Walker, Vice President | Jeffrey W. Earnhart, Vice President |
| Bradford L. Stevens, Vice President and Secretary | |

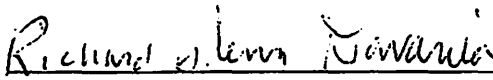
FURTHER RESOLVED, that the appropriate officers of the Corporation are hereby authorized to take all of the necessary steps, or cause to be executed and delivered all such documents, instruments and certificates, including any and all documents in the name of and on behalf the Corporation as they may deem necessary, advisable or appropriate to execute or carry out the purpose and intent of the foregoing resolution;


FURTHER RESOLVED, that the Board of Directors hereby ratify all other actions taken by the directors and officers of the Corporation, by or on behalf of the Corporation, from the date of the last Annual meeting to the present.


IN WITNESS WHEREOF, the undersigned have executed this Unanimous Consent as of October 5, 2016.



Donald W. Fitzgerald

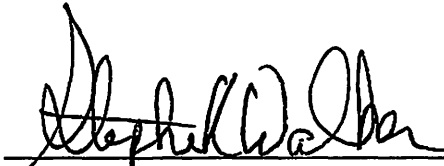

Keaton Jones

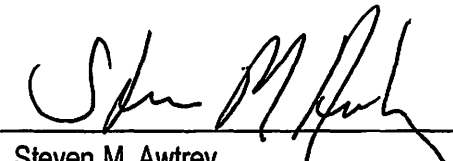

Richard Glenn Davania

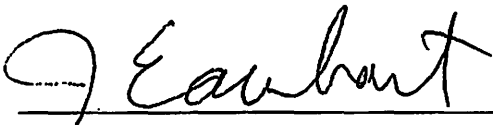

Adewole L. Okunade

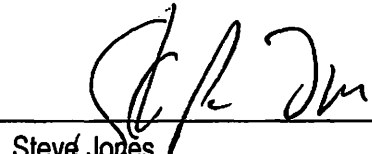

Steven C. Haupt

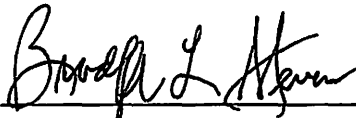

Louis J. West


Stephen R. Walker


Steven M. Awtrey


Jeffrey A. Earnhart


Steve Jones


Bradford L. Stevens

BEING ALL OF THE DIRECTORS OF THE CORPORATION

**UNANIMOUS CONSENT OF THE
BOARD OF DIRECTORS OF
McKNIGHT CROSSINGS CHURCH OF CHRIST**

Pursuant to Section 351.381 of the General Not For Profit Corporation Law of Missouri, the undersigned, being all of the directors of McKnight Crossings Church of Christ, a Missouri non-profit corporation (the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this consent be filed with the official corporate minutes.

RESOLVED, that the following named persons are elected as the directors of the Corporation, to hold office until the next annual meeting of the directors or until their successor is elected and qualifies:

| | |
|-----------------------|--------------------|
| Donald W. Fitzgerald | Keaton Jones |
| Richard Glenn Davania | Adewole L. Okunade |
| Steven C. Haupt | Louis J. West |
| Stephen R. Walker | Stephen M. Awtrey |
| Jeffrey A. Earnhart | Steven Jones |
| Bradford L. Stevens | David W. Weiler |

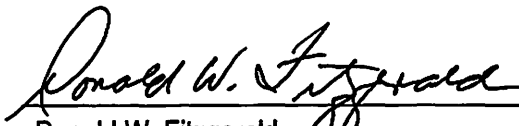
RESOLVED, that the following persons are elected to the offices of the Corporation set opposite their name, to serve in accordance with the By-laws of the Corporation, and at the discretion of the Board of Directors until their successors are elected and qualify or until their earliest resignation or removal:

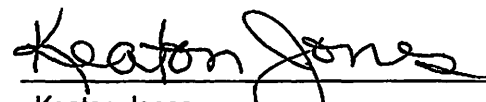
| | |
|---|--|
| Donald W. Fitzgerald, President | Brian T. Hannel, Treasurer |
| Richard Glenn Davania, Vice President | David W. Weiler, Treasurer and Assistant Secretary |
| Steven C. Haupt, Vice President | Jeffrey W. Earnhart, Vice President |
| Stephen R. Walker, Vice President | |
| Bradford L. Stevens, Vice President and Secretary | |

FURTHER RESOLVED, that the appropriate officers of the Corporation are hereby authorized to take all of the necessary steps, or cause to be executed and delivered all such documents, instruments and certificates, including any and all documents in the name of and on behalf the Corporation as they may deem necessary, advisable or appropriate to execute or carry out the purpose and intent of the foregoing resolution;


FURTHER RESOLVED, that the Board of Directors hereby ratify all other actions taken by the directors and officers of the Corporation, by or on behalf of the Corporation, from the date of the last Annual meeting to the present.


IN WITNESS WHEREOF, the undersigned have executed this Unanimous Consent as of October 5, 2017.



Donald W. Fitzgerald



Keaton Jones


Richard Glenn Davania

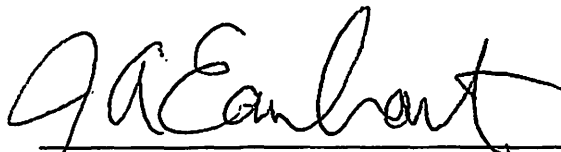

Adewole L. Okunade

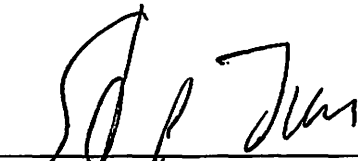

Steven C. Haupt



Louis J. West

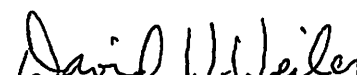

Stephen R. Walker


Steven M. Awtrey


Jeffrey A. Earnhart


Steve Jones


Bradford L. Stevens


David W. Weiler

BEING ALL OF THE DIRECTORS OF THE CORPORATION

**UNANIMOUS CONSENT OF THE
BOARD OF DIRECTORS OF
McKNIGHT CROSSINGS CHURCH OF CHRIST**

Pursuant to Section 351.381 of the General Not For Profit Corporation Law of Missouri, the undersigned, being all of the directors of McKnight Crossings Church of Christ, a Missouri non-profit corporation (the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this consent be filed with the official corporate minutes.

RESOLVED, that the following named persons are elected as the directors of the Corporation, to hold office until the next annual meeting of the directors or until their successor is elected and qualifies:

| | |
|-----------------------|--------------------|
| Donald W. Fitzgerald | Keaton Jones |
| Richard Glenn Davania | Adewole L. Okunade |
| Steven C. Haupt | Louis J. West |
| Stephen R. Walker | Stephen M. Awtrey |
| Jeffrey A. Earnhart | Steven Jones |
| Bradford L. Stevens | David W. Weiler |

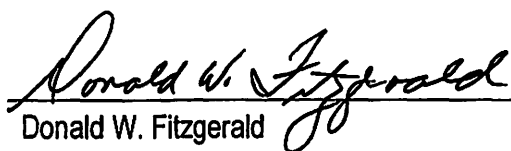
RESOLVED, that the following persons are elected to the offices of the Corporation set opposite their name, to serve in accordance with the By-laws of the Corporation, and at the discretion of the Board of Directors until their successors are elected and qualify or until their earliest resignation or removal:

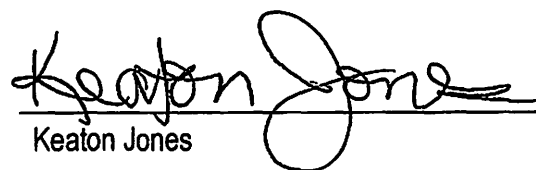
| | |
|---|--|
| Donald W. Fitzgerald, President | Brian T. Hannel, Treasurer |
| Richard Glenn Davania, Vice President | David W. Weiler, Treasurer and Assistant Secretary |
| Steven C. Haupt, Vice President | Jeffrey W. Earnhart, Vice President |
| Stephen R. Walker, Vice President | |
| Bradford L. Stevens, Vice President and Secretary | |

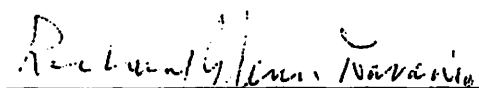
FURTHER RESOLVED, that the appropriate officers of the Corporation are hereby authorized to take all of the necessary steps, or cause to be executed and delivered all such documents, instruments and certificates, including any and all documents in the name of and on behalf the Corporation as they may deem necessary, advisable or appropriate to execute or carry out the purpose and intent of the foregoing resolution;


FURTHER RESOLVED, that the Board of Directors hereby ratify all other actions taken by the directors and officers of the Corporation, by or on behalf of the Corporation, from the date of the last Annual meeting to the present.

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Consent as of October 5, 2018.



Donald W. Fitzgerald

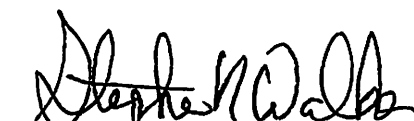

Keaton Jones

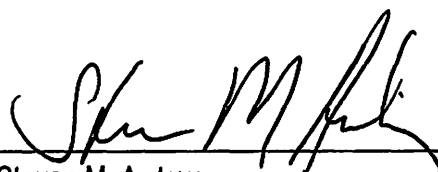

Richard Glenn Davania

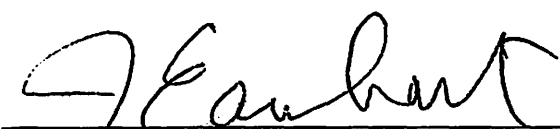

Adewole L. Okunade

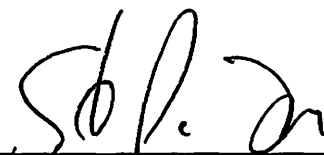

Steven C. Haupt

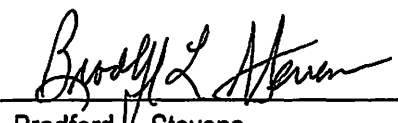

Louis J. West

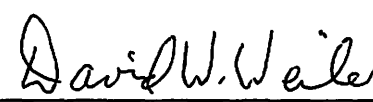

Stephen R. Walker


Steven M. Awtrey


Jeffrey A. Earnhart


Steve Jones


Bradford L. Stevens


David W. Weiler

BEING ALL OF THE DIRECTORS OF THE CORPORATION

**UNANIMOUS CONSENT OF THE
BOARD OF DIRECTORS OF
McKNIGHT CROSSINGS CHURCH OF CHRIST**

Pursuant to Section 351.381 of the General Not For Profit Corporation Law of Missouri, the undersigned, being all of the directors of McKnight Crossings Church of Christ, a Missouri non-profit corporation (the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this consent be filed with the official corporate minutes.

RESOLVED, that the following named persons are elected as the directors of the Corporation, to hold office until the next annual meeting of the directors or until their successor is elected and qualifies:

| | |
|-----------------------|--------------------|
| Donald W. Fitzgerald | Keaton Jones |
| Richard Glenn Davania | Adewole L. Okunade |
| Steven C. Haupt | Louis J. West |
| Stephen R. Walker | Stephen M. Awtrey |
| Jeffrey A. Earnhart | David W. Weiler |
| Bradford L. Stevens | |


RESOLVED, that the following persons are elected to the offices of the Corporation set opposite their name, to serve in accordance with the By-laws of the Corporation, and at the discretion of the Board of Directors until their successors are elected and qualify or until their earliest resignation or removal:


| | |
|---|--|
| Donald W. Fitzgerald, President | Brian T. Hannel, Treasurer |
| Richard Glenn Davania, Vice President | David W. Weiler, Treasurer and Assistant Secretary |
| Steven C. Haupt, Vice President | Jeffrey W. Earnhart, Vice President |
| Stephen R. Walker, Vice President | |
| Bradford L. Stevens, Vice President and Secretary | |


FURTHER RESOLVED, that the appropriate officers of the Corporation are hereby authorized to take all of the necessary steps, or cause to be executed and delivered all such documents, instruments and certificates, including any and all documents in the name of and on behalf the Corporation as they may deem necessary, advisable or appropriate to execute or carry out the purpose and intent of the foregoing resolution;

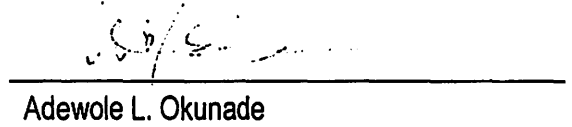
FURTHER RESOLVED, that the Board of Directors hereby ratify all other actions taken by the directors and officers of the Corporation, by or on behalf of the Corporation, from the date of the last Annual meeting to the present.

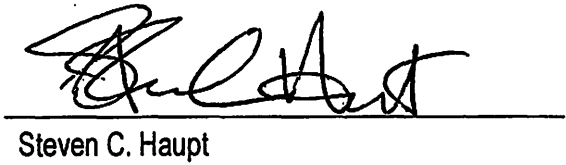
IN WITNESS WHEREOF, the undersigned have executed this Unanimous Consent as of December 2, 2019.

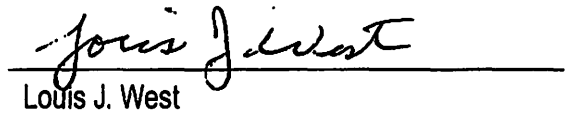

Donald W. Fitzgerald

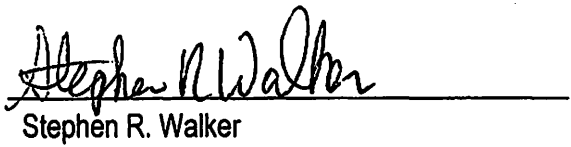

Keaton Jones

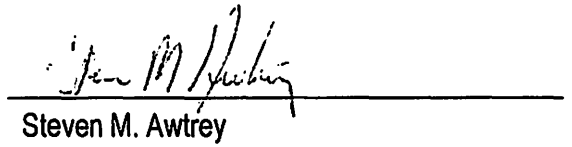

Richard Glenn Davania


Adewole L. Okunade


Steven C. Haupt

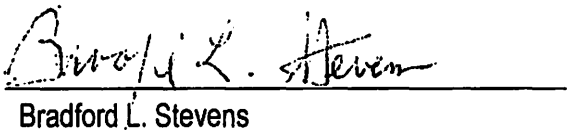

Louis J. West


Stephen R. Walker


Steven M. Awtrey


Jeffrey A. Earnhart

David W. Weiler 
David W. Weiler


Bradford L. Stevens

BEING ALL OF THE DIRECTORS OF THE CORPORATION

**SPECIAL UNANIMOUS CONSENT OF THE
BOARD OF DIRECTORS
McKNIGHT CROSSINGS CHURCH OF CHRIST**

Pursuant to Section 355.381 of The General Not For Profit Corporation Law of Missouri, the undersigned, being all of the Directors of McKnight Crossings Church of Christ, a Missouri not for profit corporation (the "Corporation"), by their signature, acting without notice or a meeting, do hereby waive notice and the holding of a meeting and adopt this Special Unanimous Consent of the Board of Directors to the following actions and direct that this Special Unanimous Consent be filed with the official corporate minutes of the Corporation, such Special Consent to have the same force and effect as a unanimous vote of the Board of Directors at a meeting duly held.

RESOLVED, that the Board of Directors ratify the actions of the Corporation undertaken from the date of the last Unanimous Consent; and

RESOLVED, that the Board of Directors hereby authorizes Donald W. Fitzgerald, as President of the Corporation, and Bradford L. Stevens, as the Secretary of the Corporation, to execute and deliver all necessary documents in connection with the loan from Jefferson Bank and Trust in the amount of Six Hundred Thousand Dollars (\$600,000) on behalf of the Corporation; and

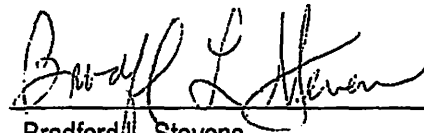
FURTHER RESOLVED, that the undersigned hereby ratify all other actions taken by the Officers and the Board of Directors, by or on behalf of the Corporation, from the date of the last Unanimous Consent of the Board of Directors to the present.

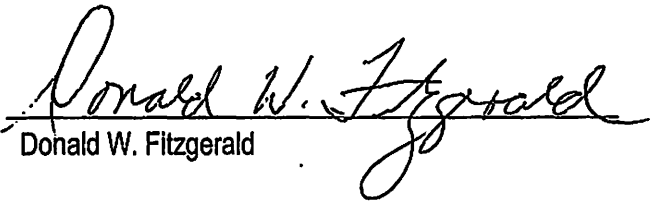
IN WITNESS WHEREOF, the undersigned have executed this Special Unanimous Consent as of 9/14/2020,
2020

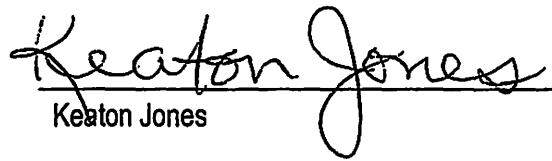
[Counterpart Signature Pages to Follow]



Adewole L. Okunade


Bradford L. Stevens



Donald W. Fitzgerald


Keaton Jones


Louis West

Louis J. West

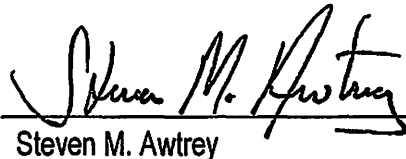
Richard Glenn Davania
Richard Glenn Davania



Stephen R. Walker



Steven C. Haupt

A handwritten signature in black ink, appearing to read "Steven M. Awtrey", is positioned above a horizontal line.

Steven M. Awtrey

BEING ALL OF THE DIRECTORS OF THE
CORPORATION

David W. Weiler

David W. Weiler

BEING ALL OF THE DIRECTORS OF THE
CORPORATION

**UNANIMOUS CONSENT OF THE
BOARD OF DIRECTORS OF
McKNIGHT CROSSINGS CHURCH OF CHRIST**

Pursuant to Section 351.381 of the General Not For Profit Corporation Law of Missouri, the undersigned, being all of the directors of McKnight Crossings Church of Christ, a Missouri non-profit corporation (the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this consent be filed with the official corporate minutes.

RESOLVED, that the following named persons are elected as the directors of the Corporation, to hold office until the next annual meeting of the directors or until their successor is elected and qualifies:

| | |
|-----------------------|--------------------|
| Donald W. Fitzgerald | Keaton Jones |
| Richard Glenn Davania | Adewole L. Okunade |
| Steven C. Haupt | Louis J. West |
| Stephen R. Walker | Stephen M. Awtrey |
| Bradford L. Stevens | David W. Weiler |

RESOLVED, that the following persons are elected to the offices of the Corporation set opposite their name, to serve in accordance with the By-laws of the Corporation, and at the discretion of the Board of Directors until their successors are elected and qualify or until their earliest resignation or removal:


| | |
|---------------------------------------|--|
| Donald W. Fitzgerald, President | Bradford L. Stevens, Vice President and Secretary |
| Richard Glenn Davania, Vice President | David W. Weiler, Treasurer and Assistant Secretary |
| Steven C. Haupt, Vice President | |
| Stephen R. Walker, Vice President | |

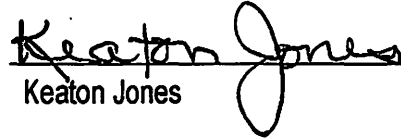
FURTHER RESOLVED, that the appropriate officers of the Corporation are hereby authorized to take all of the necessary steps, or cause to be executed and delivered all such documents, instruments and certificates, including any and all documents in the name of and on behalf the Corporation as they may deem necessary, advisable or appropriate to execute or carry out the purpose and intent of the foregoing resolution;

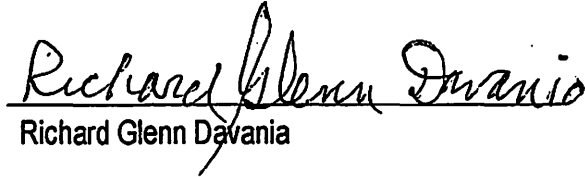
FURTHER RESOLVED, that the Board of Directors hereby ratify all other actions taken by the directors and officers of the Corporation, by or on behalf of the Corporation, from the date of the last Annual meeting to the present.


IN WITNESS WHEREOF, the undersigned have executed this Unanimous Consent as of October 6, 2020.


[Signature Page to Follow]



Donald W. Fitzgerald

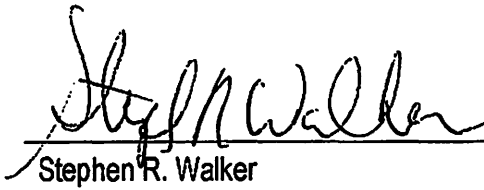

Keaton Jones

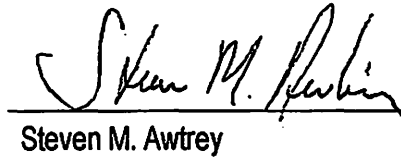

Richard Glenn Davania

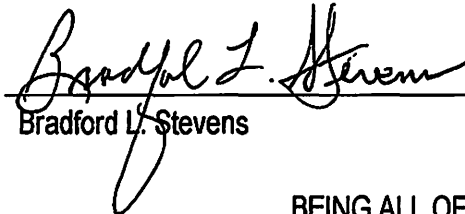

Adewole L. Okunade


Steven C. Haupt


Louis J. West


Stephen R. Walker


Steven M. Awtrey


Bradford L. Stevens

David W. Weiler 

BEING ALL OF THE DIRECTORS OF THE CORPORATION

**UNANIMOUS CONSENT OF THE
BOARD OF DIRECTORS OF
McKNIGHT CROSSINGS CHURCH OF CHRIST**

Pursuant to Section 351.381 of the General Not For Profit Corporation Law of Missouri, the undersigned, being all of the directors of McKnight Crossings Church of Christ, a Missouri non-profit corporation (the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this consent be filed with the official corporate minutes.

RESOLVED, that the following named persons are elected as the directors of the Corporation, to hold office until the next annual meeting of the directors or until their successor is elected and qualifies:

| | |
|-----------------------|--------------------|
| Donald W. Fitzgerald | Keaton Jones |
| Richard Glenn Davania | Adewole L. Okunade |
| Steven C. Haupt | Louis J. West |
| Stephen R. Walker | Stephen M. Awtry |
| Bradford L. Stevens | David W. Weiler |
| Lane Hamm | Bret Blackford |

RESOLVED, that the following persons are elected to the offices of the Corporation set opposite their name, to serve in accordance with the By-laws of the Corporation, and at the discretion of the Board of Directors until their successors are elected and qualify or until their earliest resignation or removal:

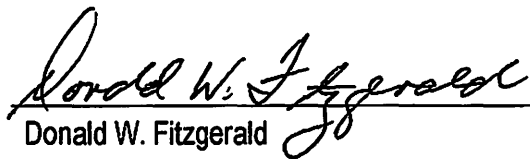
| | |
|---------------------------------------|--|
| Donald W. Fitzgerald, President | Bradford L. Stevens, Vice President and Secretary |
| Richard Glenn Davania, Vice President | David W. Weiler, Treasurer and Assistant Secretary |
| Steven C. Haupt, Vice President | Lane Hamm, Vice President |
| Stephen R. Walker, Vice President | Bret Blackford, Vice President |

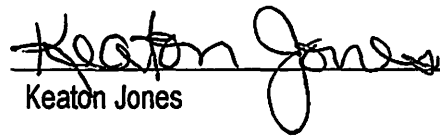
FURTHER RESOLVED, that the appropriate officers of the Corporation are hereby authorized to take all of the necessary steps, or cause to be executed and delivered all such documents, instruments and certificates, including any and all documents in the name of and on behalf the Corporation as they may deem necessary, advisable or appropriate to execute or carry out the purpose and intent of the foregoing resolution;

FURTHER RESOLVED, that the Board of Directors hereby ratify all other actions taken by the directors and officers of the Corporation, by or on behalf of the Corporation, from the date of the last Annual meeting to the present.

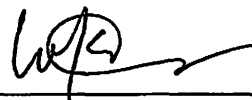
IN WITNESS WHEREOF, the undersigned have executed this Unanimous Consent as of October 4, 2021

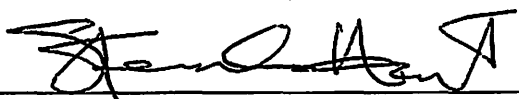
[Signature Page to Follow]



Donald W. Fitzgerald

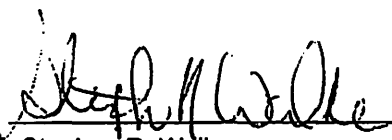

Keaton Jones

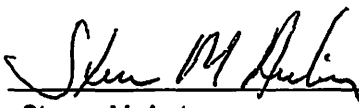

Richard Glenn Davania


Adewole L. Okunade


Steven C. Haupt

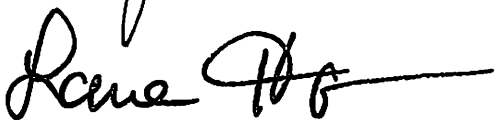

Louis J. West


Stephen R. Walker


Steven M. Awtry


Bradford L. Stevens

David W. Weiler 


Lane Hamm


Bret Blackford

BEING ALL OF THE DIRECTORS OF THE CORPORATION

Lane Hamm
719 W. Woodbine Ave
Kirkwood, MO 63122
08/31/2022

Brad Stevens
Elder
McKnight Crossings church of Christ
2515 S. McKnight Road
St. Louis, MO 63124

Dear Brad:

Please accept this as official notice of my resignation as an Elder at McKnight Crossings due to Kim and I moving away from St. Louis. Kim and I have enjoyed the fifteen years we have been able to spend at MX and will always cherish the people we have come to love in this community.

In Him,

A handwritten signature in dark ink, appearing to read "Lane Hamm", written over a light blue horizontal line.

Lane Hamm

Brad Stevens

From: Lane Hamm <lane_hamm@yahoo.com>
Sent: Wednesday, August 31, 2022 10:08 PM
To: Brad Stevens
Subject: Resignation Letter
Attachments: Hamm Elder Resignation 08-31-22.pdf

Brad,

Please see the attached as we discussed on Monday evening.

Thanks,

Lane

~~lane_hamm@yahoo.com~~
314-269-4049

**UNANIMOUS CONSENT OF THE
BOARD OF DIRECTORS OF
McKNIGHT CROSSINGS CHURCH OF CHRIST**

Pursuant to Section 351.381 of the General Not For Profit Corporation Law of Missouri, the undersigned, being all of the Directors of McKnight Crossings Church of Christ, a Missouri non-profit corporation (the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this consent be filed with the official corporate minutes.

RESOLVED, that the following named persons are elected as the Directors of the Corporation, to hold office until the next annual meeting of the Directors or until their successor is elected and qualifies:

| | |
|----------------------|-------------------|
| Donald W. Fitzgerald | Keaton Jones |
| Stephen R. Walker | Stephen M. Awtrey |
| Bradford L. Stevens | David W. Weiler |
| Bret Blackford | |

RESOLVED, that the following persons are elected to the offices of the Corporation set opposite their name, to serve in accordance with the By-laws of the Corporation, and at the discretion of the Board of Directors until their successors are elected and qualify or until their earliest resignation or removal:

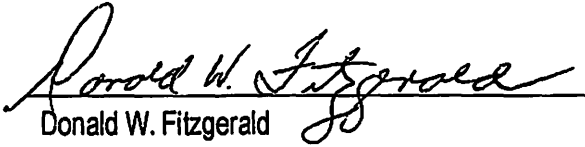
| | |
|-----------------------------------|--|
| Donald W. Fitzgerald, President | Bradford L. Stevens, Vice President and Secretary |
| Stephen W. Awtrey, Vice President | David W. Weiler, Treasurer and Assistant Secretary |
| Stephen R. Walker, Vice President | Bret Blackford, Vice President |

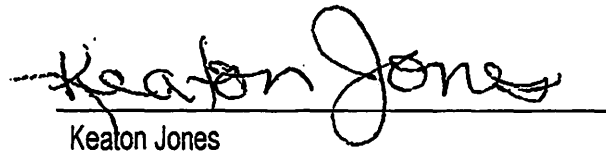
FURTHER RESOLVED, that the appropriate Officers of the Corporation are hereby authorized to take all of the necessary steps, or cause to be executed and delivered all such documents, instruments and certificates, including any and all documents in the name of and on behalf the Corporation as they may deem necessary, advisable or appropriate to execute or carry out the purpose and intent of the foregoing resolution;

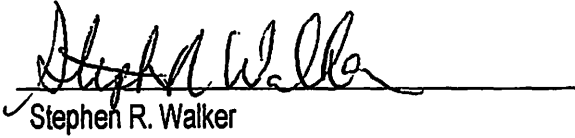
FURTHER RESOLVED, that the Board of Directors hereby ratify all other actions taken by the Directors and Officers of the Corporation, by or on behalf of the Corporation, from the date of the last Annual meeting to the present.

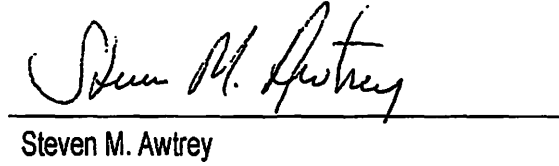
IN WITNESS WHEREOF, the undersigned have executed this Unanimous Consent as of October 2, 2022.

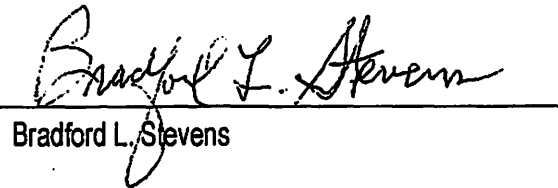
[Signature Page to Follow]

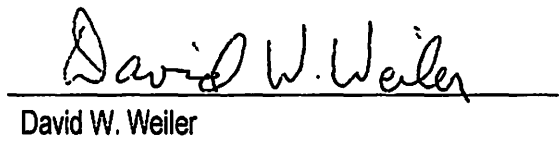

Donald W. Fitzgerald

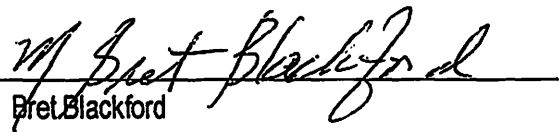

Keaton Jones


Stephen R. Walker


Steven M. Awtrey


Bradford L. Stevens


David W. Weiler


Bret Blackford

BEING ALL OF THE DIRECTORS OF THE CORPORATION

**UNANIMOUS CONSENT OF THE
BOARD OF DIRECTORS OF
McKNIGHT CROSSINGS CHURCH OF CHRIST**

Pursuant to Section 351.381 of the General Not For Profit Corporation Law of Missouri, the undersigned, being all of the Directors of McKnight Crossings Church of Christ, a Missouri non-profit corporation (the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this consent be filed with the official corporate minutes.

RESOLVED, that the following named persons are elected as the Directors of the Corporation, to hold office until the next annual meeting of the Directors or until their successor is elected and qualifies:

Donald W. Fitzgerald

Keaton Jones

Stephen R. Walker

Steven M. Awtrey

Bradford L. Stevens

David W. Weiler

Bret Blackford

RESOLVED, that the following persons are elected to the offices of the Corporation set opposite their name, to serve in accordance with the By-laws of the Corporation, and at the discretion of the Board of Directors until their successors are elected and qualify or until their earliest resignation or removal:

Donald W. Fitzgerald, President

Bradford L. Stevens, Vice President and Secretary

Stephen M. Awtrey, Vice President

David W. Weiler, Treasurer and Assistant Secretary

Stephen R. Walker, Vice President

Bret Blackford, Vice President

FURTHER RESOLVED, that the appropriate Officers of the Corporation are hereby authorized to take all of the necessary steps, or cause to be executed and delivered all such documents, instruments and certificates, including any and all documents in the name of and on behalf the Corporation as they may deem necessary, advisable or appropriate to execute or carry out the purpose and intent of the foregoing resolution;

FURTHER RESOLVED, that the Board of Directors hereby ratify all other actions taken by the Directors and Officers of the Corporation, by or on behalf of the Corporation, from the date of the last Annual meeting to the present.

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Consent as of October 8, 2023.

[Signature Page to Follow]

Ronald W. Fitzgerald
Donald W. Fitzgerald

Keaton Jones
Keaton Jones

Stephen R. Walker
Stephen R. Walker

Steven M. Awtrey
Steven M. Awtrey

Bradford L. Stevens
Bradford L. Stevens

David W. Weiler
David W. Weiler

Bret Blackford Oct 2023
Bret Blackford

BEING ALL OF THE DIRECTORS OF THE CORPORATION

**UNANIMOUS CONSENT OF THE
BOARD OF DIRECTORS OF
McKNIGHT CROSSINGS CHURCH OF CHRIST**

Pursuant to Section 351.381 of the General Not For Profit Corporation Law of Missouri, the undersigned, being all of the Directors of McKnight Crossings Church of Christ, a Missouri non-profit corporation (the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this consent be filed with the official corporate minutes.

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David W. Weiler

Stephen R. Walker

Steven M. Awtrey

Bradford L. Stevens

Bret Blackford

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David W. Weiler, Treasurer and Assistant Secretary

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Bret Blackford, Vice President

FURTHER RESOLVED, that the appropriate Officers of the Corporation are hereby authorized to take all of the necessary steps, or cause to be executed and delivered all such documents, instruments, and certificates, including any and all documents in the name of and on behalf the Corporation as they may deem necessary, advisable, or appropriate to execute or carry out the purpose and intent of the foregoing resolution;

FURTHER RESOLVED, that the Board of Directors hereby ratify all other actions taken by the Directors and Officers of the Corporation, by or on behalf of the Corporation, from the date of the last Annual meeting to the present.

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Consent as of October 6, 2024.

[Remainder of Page Left Intentionally Blank - Signature Page to Follow]

**UNANIMOUS CONSENT OF THE
BOARD OF DIRECTORS OF
McKNIGHT CROSSINGS CHURCH OF CHRIST**

Pursuant to Section 351.381 of the General Not For Profit Corporation Law of Missouri, the undersigned, being all of the Directors of McKnight Crossings Church of Christ, a Missouri non-profit corporation (the "Corporation"), by their signatures, acting without notice or a meeting, do hereby waive notice and the holding of such meeting and consent to the adoption of the following actions and direct that this consent be filed with the official corporate minutes.

RESOLVED, that the following named persons are elected as the Directors of the Corporation, to hold office until the next annual meeting of the Directors or until their successor is elected and qualifies:

Donald W. Fitzgerald

David W. Weiler

Stephen R. Walker

Steven M. Awtrey

Bradford L. Stevens

Bret Blackford

RESOLVED, that the following persons are elected to the offices of the Corporation set opposite their name, to serve in accordance with the By-laws of the Corporation, and at the discretion of the Board of Directors until their successors are elected and qualify or until their earliest resignation or removal:

Donald W. Fitzgerald, President

Bradford L. Stevens, Vice President and Secretary

Stephen M. Awtrey, Vice President

David W. Weiler, Treasurer and Assistant Secretary

Stephen R. Walker, Vice President

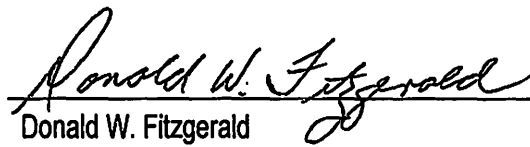
Bret Blackford, Vice President

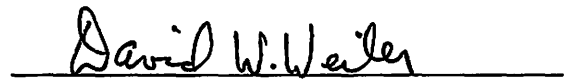
FURTHER RESOLVED, that the appropriate Officers of the Corporation are hereby authorized to take all of the necessary steps, or cause to be executed and delivered all such documents, instruments, and certificates, including any and all documents in the name of and on behalf the Corporation as they may deem necessary, advisable, or appropriate to execute or carry out the purpose and intent of the foregoing resolution;


FURTHER RESOLVED, that the Board of Directors hereby ratify all other actions taken by the Directors and Officers of the Corporation, by or on behalf of the Corporation, from the date of the last Annual meeting to the present.

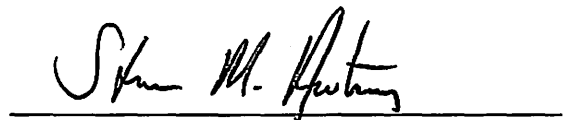
IN WITNESS WHEREOF, the undersigned have executed this Unanimous Consent as of October 5, 2025.


[Remainder of Page Left Intentionally Blank - Signature Page to Follow]


Donald W. Fitzgerald


David W. Weiler

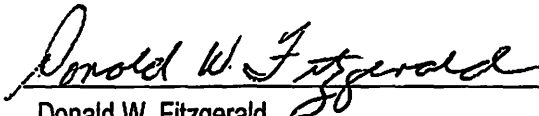

Stephen R. Walker

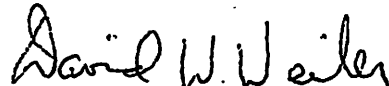

Steven M. Awtrey

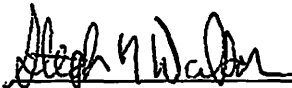

Bradford L. Stevens

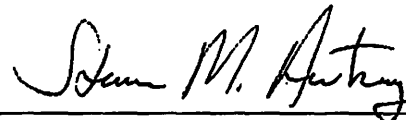

Bret Blackford

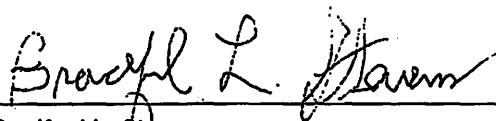
BEING ALL OF THE DIRECTORS OF THE CORPORATION



Donald W. Fitzgerald


David W. Weiler


Stephen R. Walker


Steven M. Awtrey


Bradford L. Stevens


Bret Blackford

BEING ALL OF THE DIRECTORS OF THE CORPORATION