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Secretary of State
State of California

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ARTICLES OF INCORPORATION
OF
THE MASTER'S GRACE FUND

ARTICLE I

- a. The name of the corporation, hereinafter referred to as "the Corporation" is The Master's Grace Fund.
- b. The existence of the Corporation shall be perpetual.
- c. The Corporation's business address shall be 28001 Harrison Parkway, Valencia, CA 91355, unless such other address is designated by the Corporation's board of directors. .
- d. The Corporation's agent for service of process shall be Chris Hamilton, 2468 Tapo Canyon Road, Simi Valley, CA 93063, unless such other agent for service of process is designated by the Corporation's board of directors.

ARTICLE II

The purposes for which the Corporation is formed, and the business and objects to be carried on and promoted by it, are as follows:

- a. *The Corporation is a religious corporation, and is not organized for the private gain of any person. It is organized under the California Nonprofit Religious Corporation law exclusively for religious purposes.*
- b. The purposes for which the Corporation is formed are:
 - i. The specific and primary purposes of the Corporation are to support various ministries led by Pastor John MacArthur including but not limited to Grace Community Church; Grace to You; The Master's University; The Master's Seminary; and The Master's Academy International, as well other not-for-profit organizations as determined by the Corporation's board of directors whose activities are deemed to further the mission and purpose of the Corporation. The Corporation will accomplish this purpose primarily through the making of grants to such organizations.
 - ii. The general purposes and powers are to have and to exercise all rights and powers conferred on nonprofit religious corporations under the laws of California, including the power to contract, rent, buy, or sell personal or real property; provided, however, that the Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of the Corporation.
- c. The property of the Corporation is irrevocably dedicated to religious purposes and no part of the net income or assets of this organization shall ever inure to the benefit of any

director, officer or member thereof or to the benefit of any private persons. Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation, shall be distributed as follows:

- i. First, to the Sole Member (as defined below); and
- ii. Second, if the Sole Member no longer exists or qualifies as a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, then to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for religious purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

If the Corporation holds any assets in trust, such assets shall be disposed of in such manner as may be directed by decree of the Superior Court of the State of California in and for the County in which the Corporation has its principal place of business, upon petition therefor by the Attorney General or by any persons concerned in the liquidation, in a proceeding to which the Attorney General is a party.

- d. The Corporation is organized and operated exclusively for the purposes set forth in Article II hereof within the meaning of Internal Revenue Code section 501(c)(3).
- e. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, except as provided in section 501(h) of the Internal Revenue Code, nor shall this Corporation participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office except as provided in section 501(h) of the Internal Revenue Code.

ARTICLE III

- a. There shall be one member (the "Sole Member"). The Sole Member of the Corporation shall be Grace to You, a California nonprofit religious corporation.

Date: November 21, 2017



 Dennis Kasper, Incorporator