

COPY

**AFFIDAVIT OF PUBLICATION
for Corporation Commission**

RECEIVED

MAY 03 1999

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

Arizona Capitol Times

P.O. Box 2260 Phoenix, AZ 85002
Phone: (602) 258-7026 / Fax: (602) 258-2504

STATE OF ARIZONA
County of Maricopa

I, DIANA CREIGHTON, am authorized by the publisher as agent to make this affidavit of publication. Under oath, I state that the following is true and correct.

The ARIZONA CAPITOL TIMES, is a newspaper which is published weekly, is of general circulation and is in compliance with Arizona Revised Statutes §§ 10-140.34 & 39-201.A & B. The notice will be/has been published three (3) consecutive times in the newspaper listed above.

DATES OF PUBLICATION:

- 1) April 16, 1999
- 2) April 23, 1999
- 3) April 30, 1999

THE NAME OF THE CORPORATION: SHADOW ROCK CONGREGATIONAL CHURCH

CORPORATE FILE NUMBER: 0094169-8

TYPE OF DOCUMENT: Articles of Amendment to Articles of Incorporation

(EXAMPLE: Merger between party a and party b; name change from to; foreign authority with a fictitious name; articles of incorporation; application for authority; articles of organization; amendment; etc.)

AUTHORIZED SIGNATURE:

Diana Creighton

SUBSCRIBED AND SWORN TO BEFORE ME
ON THE 3rd DAY OF May, 1999.

NOTARY SIGNATURE:

Cynthia A. Nash



COPY

Arizona Capitol Times
Legal Advertising
PO Box 2260
Phoenix, AZ 85002-2260

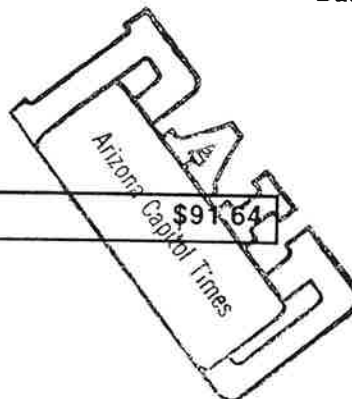
FENNEMORE CRAIG/CS
CHARLENE SARICH
3003 N CENTRAL AVE #2600
PHOENIX AZ 85012-2913

Customer number 9165000

Classified advertising — Invoice 64307	Date 4/14/99
Description Category Corporate Activities Ad 42877:SHADOW ROCK CONGREG Start date 4/16/99 3 inserts, 5.4 inches	
Text SHADOW ROCK CONGREGATIONAL CHURCH ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF SHADOW ROCK CONGREGATIONAL CHURCH, AN ARIZONA NONPROFIT CORPORATION Pursuant to the provisions of A.R.S. § 10-11006, SHADOW ROCK CONGREGATIONAL CHURCH, an Arizona nonprofit corporation, hereby adopts the following Articles of Amendment to its Articles of Incorporation and certifies as follows: FIRST: The name of the corporation is Shadow Rock Congregational Church. SECOND: The Articles of Incorporation of Shadow Rock Congregational Church shall be amended	

Basic charge \$91.64

Total Amount Due \$91.64



statutory agent of this corporation effective this 25th day of March, 1999. C.T. Corporation System, /s/ Charles W. Meyer.
Published April 16, 23 and 30, 1999 editions ARIZONA CAPITOL TIMES.

SLC CAPITAL GROUP, L.L.C.

NOTICE (for publication) ARTICLES OF ORGANIZATION HAVE BEEN FILED IN THE OFFICE OF THE ARIZONA CORPORATION COMMISSION FOR

I. Name: SLC Capital Group, L.L.C.
II. The address of the registered office is: 999 E. Baseline Rd., Suite 2115, Tempe, AZ 85283. The name and address of the Statutory Agent is: Gregory F. Srch, 999 E. Baseline Rd., Suite 2115, Tempe, AZ 85283.
III. (Please check A or B.) A. ☒ Management of the limited liability company is vested in a manager or managers. The names and addresses of each person who is a manager AND each member who owns a twenty percent or greater interest in the capital or profits of the limited liability company are: B. ☐ Management of the limited liability company is reserved to the members. The names and addresses of each person who is a member are: (Please check appropriate box) Gregory F. Srch, 999 E. Baseline Rd., Suite 2115, Tempe, AZ 85283 ☒ member ☒ manager; Harold D. Linden, 11375 E. Sahuaro Dr. Apt. 1026, Scottsdale, AZ 85259 ☒ member ☒ manager; Vincent J. Cavale, 8011 E. 7th St. #1130, Phoenix, AZ 85020 ☒ member ☒ manager.
Published April 16, 23 and 30, 1999 editions ARIZONA CAPITOL TIMES.

SHADOW ROCK CONGREGATIONAL CHURCH

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF SHADOW ROCK CONGREGATIONAL CHURCH, AN ARIZONA NONPROFIT CORPORATION

Pursuant to the provisions of A.R.S. § 10-11006, SHADOW ROCK CONGREGATIONAL CHURCH, an Arizona nonprofit corporation, hereby adopts the following Articles of Amendment to its Articles of Incorporation and certifies as follows:
FIRST: The name of the corporation is Shadow Rock Congregational Church.
SECOND: The Articles of Incorporation of Shadow Rock Congregational Church shall be amended as follows: (a) Section 3 of Articles I shall be deleted in its entirety and the following substituted in place thereof: "SECTION 3. The corporation shall have perpetual existence." (b) The following Articles XI and XII shall be inserted: "ARTICLE XI SECTION 1. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its directors, officers, members, 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 III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. SECTION 2. It is intended that this corporation shall have the status of a corporation which is exempt from federal income taxation under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code, and which is other than a private foundation by reason of being described in Section 509(a)(3) of the Code. These Articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly. SECTION 3. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation: (1) exempt from income tax under Section 501(c)(3) of the Code or corresponding provisions of any future federal tax laws; (2) contributions to which are deductible for income tax purposes under Section 170(c)(2) of the Code or corresponding provision of any future federal tax laws; (3) bequests, legacies, devises, and transfers to which are deductible for

NOTA
S-M-C

Pursuant
635.C.
O HQ
been,
inform
1. The
L.L.C.
2. The
and the
cess
44th
Robel
zona
3. Mai
or ma
4. The
ager
Mark
85008
5. The
cent
ited
West
DATE
ited lia
Publis
TIMES

ARTIC
Arizon

1. Nar
2. Pul
the tre
may t
ament
3. Inf
busine
4. Aut
1,000;
5. Kno
know
LYNN
6. Sta
ry ag
CHEE
7. Bod
direct
to serv
ers of
is(are)
SCOT
CHEE
person
the By
8. Inc
is (are)
SCOT
CHEE
duties
of deli
tion C
9. Ind
Corpor
ities b
emplo
request
another
prise.



MAR 29 08:12:38

ARIZONA CORPORATION COMMISSION
TRANSMITTAL FOR FAX FILING

TO: ARIZONA CORPORATION COMMISSION DATED: 3/29/99
Corporations Division
1200 West Washington
Phoenix, Arizona 85007 FAX NUMBER: 542-4100

FROM: FENNEMORE CRAIG CLIENT NO. 99030.067-7473
(Account Holder)

Advance Account Number 1254 Fax Number 916-5906
Contact Person: Charlene Sarich
Telephone Number: 916-5706
Corporation Name: Shadow Rock Congregational Church
Document Type: articles of amendment & appl for
reinstatement (simultaneous filings)

Number of pages (including Transmittal) 5

XXX PLEASE EXPEDITE THIS FILING AND CHARGE THE APPLICABLE FEE
OF \$35.00 (PER FILING) TO MY ACCOUNT

The Corporation Commission hereby acknowledges receipt of
the document type described herein.*

RECEIVED

(Date Stamp)

MAR 29 1999

ARIZONA CORP COMMISSION
CORPORATIONS DIVISION

Filing fee(s) charged to your account in the amount of \$ 25.00 reinstatement
35.00
25.00 Amend D.
85.00

There is a problem with your transmittal. Please call the
undersigned at your earliest convenience. Thank you.

Examiner _____
Telephone: _____

* All documents are subject to review before filing.

JIM IRVIN
COMMISSIONER-CHAIRMAN

TONY WEST
COMMISSIONER

CARL J. KUNASEK
COMMISSIONER



ARIZONA CORPORATION COMMISSION

STUART R. BRACKNEY
ACTING EXECUTIVE SECRETARY

JOANNE C. MACDONNELL
DIRECTOR, CORPORATIONS DIVISION

March 31, 1999

Re: Shadow Rock Congregational Church

This letter concerns the document checked below which was filed on March 29, 1999

- (X) Articles of Amendment
- () Articles of Restatement
- () Articles of Merger
- () Application for New Authority
- () Statement of Intent to Dissolve (nonprofit)
- () Share Exchange

This document must be published within sixty (60) days after the above-referenced filing date in a newspaper of general circulation in the county in which you are doing business in Arizona for three (3) consecutive publications. An affidavit evidencing the publication must be filed with the Commission within ninety (90) days of the date of filing.

Sincerely,

Sonia Greer

Examiner

Corporations Division

(602) 542-3135

1-800-345-5819 Arizona Only

STATE OF ARIZONA
ACC/FAX
DATE FILED

MAR 29 1999

DATE APPR 3/29/99
TERM
BY Donna [Signature]

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
SHADOW ROCK CONGREGATIONAL CHURCH,
AN ARIZONA NONPROFIT CORPORATION

0094169-8

Pursuant to the provisions of A.R.S. § 10-11006, SHADOW ROCK CONGREGATIONAL CHURCH, an Arizona nonprofit corporation, hereby adopts the following Articles of Amendment to its Articles of Incorporation and certifies as follows:

FIRST: The name of the corporation is Shadow Rock Congregational Church.

SECOND: The Articles of Incorporation of Shadow Rock Congregational Church shall be amended as follows:

(a) Section 3 of Article 1 shall be deleted in its entirety and the following substituted in place thereof:

"SECTION 3. The corporation shall have perpetual existence."

(b) The following Articles XI and XII shall be inserted:

"ARTICLE XI

SECTION 1. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its directors, officers, members, 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 III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

SECTION 2. It is intended that this corporation shall have the status of a corporation which is exempt from federal income taxation under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code, and which is other than a private foundation by reason of being described in Section 509(a)(3) of the Code. These Articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly.

SECTION 3. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation:

(1) exempt from income tax under Section 501(c)(5) of the Code or corresponding provision of any future federal tax laws; (2) contributions to which are deductible for income tax purposes under Section 170(c)(2) of the Code or corresponding provision of any future federal tax laws; (3) bequests, legacies, devises, and transfers to which are deductible for estate tax purposes under Section 2055(a)(2) of the Code or corresponding provision of any future federal tax laws; or (4) gifts to which are deductible for gift tax purposes under Section 2522(a)(2) of the Code or corresponding provision of any future federal tax laws.

ARTICLE XII

Upon dissolution of the corporation, the Board of Directors, after making provision for the payment of all of the liabilities of the corporation, shall distribute all of the assets of the corporation to such qualified organizations as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the Superior Court of the County in which the principal office of the corporation is then located, exclusively for the tax-exempt purposes of the corporation or to such organization or organizations, as such Court shall determine, which are organized and operated exclusively for such purposes."

THIRD: The amendment was duly adopted by a majority of the Board of Directors and by more than two-thirds of the Members of the corporation on March 14, 1999.

DATED: March 14, 1999.

Shadow Rock Congregational Church, an
Arizona nonprofit corporation

By: 

Thom Lewis, President

By: 

Claudia Sassaman, Secretary

PHX/CSARICH/918591.1/99030.067

STATE OF ARIZONA
ACC/FAX
DATE FILED

MAR 29 1999

APPLICATION FOR REINSTATEMENT
OF
SHADOW ROCK CONGREGATIONAL CHURCHDATE APPR 3/29/99
TERM Donna Sue
BY 0094169-8

Pursuant to A.R.S. § 10-11422, Shadow Rock Congregational Church, an Arizona nonprofit corporation (the "Corporation") hereby makes application for reinstatement and states as follows:

FIRST: The name of the Corporation is Shadow Rock Congregational Church.

SECOND: The Corporation was administratively dissolved on October 29, 1998, which is less than three years prior to the date of this application.

THIRD: The grounds for dissolution have been eliminated. Articles of Amendment to the Articles of Incorporation, which provide for perpetual existence, are being simultaneously filed herewith.

DATED this 14 day of March, 1999.

Shadow Rock Congregational Church,
an Arizona nonprofit corporation

By [Signature]
Thom Lewis, President

By Claudia Sassaman
Claudia Sassaman, Secretary

SHADOW ROCK CONGREGATIONAL CHURCH

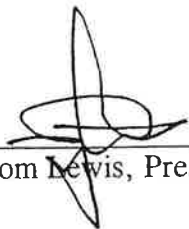
Notice of Special Meeting
of the Members

to be held March 14, 1999

TO THE MEMBERS:

Pursuant to Paragraph B of Article X of the Bylaws of Shadow Rock Congregational Church, an Arizona nonprofit corporation (the "Corporation"), notice is hereby given by Thom Lewis, the President of the Corporation, of a Special Meeting of the Members of the Corporation, to be held at Shadow Rock Congregational, Phoenix, Arizona, at 11:15 a.m., local time, on March 14, 1999, for the purpose of considering and acting upon the proposed amendment to the Articles of Incorporation of the Corporation, a copy of which is attached hereto as Exhibit A.

BY ORDER OF THE PRESIDENT OF SHADOW
ROCK CONGREGATIONAL CHURCH



Thom Lewis, President

Phoenix, Arizona
February 28, 1999

**MINUTES OF SPECIAL MEETING OF THE MEMBERS OF
SHADOW ROCK CONGREGATIONAL CHURCH**

A special meeting of the Members of Shadow Rock Congregational Church, an Arizona nonprofit corporation (the "Corporation"), was held on March 14, 1999, at Shadow Rock Congregational Church, Phoenix, Arizona.

Present at the meeting in person was Thom Lewis, president of the Corporation, a majority of the members of the Board of Directors of the Corporation, and more than two-thirds of the Members of the Corporation. Thom Lewis acted as Chairman of the meeting, and Claudia Sassaman acted as Secretary and recorded the minutes.

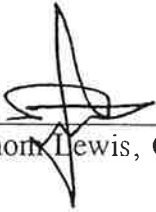
The Chairman stated that the sole purpose of the meeting was to discuss and approve the proposed amendments to the Articles of Incorporation of the Corporation. After discussion of this matter, upon motion duly made, seconded and adopted by more than two-thirds of the Members and by a majority vote of the Directors, it was:

RESOLVED, that the Corporation's Articles of Incorporation be amended as provided in the Articles of Amendment to the Articles of Incorporation of Shadow Rock Congregational Church, attached hereto as Exhibit "A"; and

FURTHER RESOLVED, that the President and Secretary of the Corporation be, and they hereby are, authorized and directed to execute, file with the Arizona Corporation Commission and publish the Articles of Amendment to the Articles of Incorporation of Shadow Rock Congregational Church.

There being no further business before the Members or the Board of Directors, the meeting was duly adjourned.

ATTEST:



Thom Lewis, Chairman



Claudia Sassaman, Secretary