Amended By Laws
Of
Church of God Ministry of prayer and of the Word, Inc
Union, New Jersey
Organized August 21, 1998
Amended October, 2012

Preamble to the Bylaws and Statement of Faith of the Church Of God Ministry of prayer and of the Word, Inc

The following articles of Church order are hereby adopted for the government of the affairs of this Church and the management of its property, all in harmony with the Articles of Incorporation as filed with the office of the secretary of State of New Jersey on the 23th day of February 1999, and as they may be thereafter Amended.

Purpose

The purpose for which the corporation (herein after referred to as the Church or the Church of God) is organized are: In this faith to establish and maintain a place for the worship of Almighty God, to provide for Christian fellowship for those of like precious faith, where the Holy Ghost may be honored; to assume a share of responsibility and the privilege of propagating the Gospel of Jesus Christ by all available means, both at home and in foreign lands; to establish and maintain such departments, ministries and institutions as may be deemed advisable for the pursuance of its work; and to fulfill the vision of the Church to spread its ministry worldwide.

Statement of Faith

We affirm our belief in the evangelical Christian faith as set forth herein.

1. the Scripture Inspired

The Bible, both the Old and New Testaments are verbally inspired of God and the revelation of God to man, the infallible, Authoritative rule of faith and conduct (2 Timothy 3:15-17; 1 Thessalonians 2:13; 2 Peter 1:21).

2. the One True God

The one true God has revealed Himself as the eternally self existent: "I AM", the creator of heaven and earth and the Redeemer of mankind. He has further revealed Himself as embodying the principles of relationship and association as Father, Son and Holy Ghost (Deuteronomy 6:4; Isaiah 43:10, 11; Matthew 28:19; Luke 3:22).

3. The Deity Of The Lord Jesus Christ

The lord Jesus Christ is the eternal Son of God. The Bible declares:

a. His virgin birth (Matthew 1:23; Luke 1:31, 31)

b. His sinless life (Hebrews 7:26; 1 Peter 2:22)

c. His miracles (Acts 2:22; 10:38)

d. His bodily resurrection from the dead (Matthew 28:6; Luke 24:39; 1 Corinthians 15:4)

e. His Exaltation to the right hand of God (Acts 1:9, 11; 2:33; Philippians 2:9, 11; Hebrews 1-3)

4. The Fall Of Man

Man was created good and upright; for God said, "Let us make man in our image, after our likeness." However, man by voluntary transgression fell and thereby incurred not only physical death but also spiritual death, which is separation from God (Genesis 1:26, 27; 2:17; 3:6; Romans 5:12-19).

5. The Salvation Of Man

Man's only hope of redemption is through the shed blood of Jesus Christ the son of God.

a. Conditions to salvation

Salvation is received through repentance toward God and faith toward the Lord Jesus Christ. By the Washing of regeneration and renewing of the holy Ghost, being justified by grace through faith, man becomes an heir of God according to the hope of eternal life Luke 24:27; (Ephesians 2:8; Titus 2:11).

b. The evidences of salvation

The inward evidence of salvation is the direct witness of the Spirit. (Romans 8:16). The outward evidence to all men is a life of righteousness and true holiness (Ephesians 4:24; Titus 2:12).

6. The Ordinances Of The Church.

a. Baptism in water

The ordinance of baptism by immersion is commanded in the Scriptures. All Who repent and believe on Christ as Savior and Lord are to be baptized. Thus they declare to the world that they also have been raised with him to walk in newness of life (Matthew 28:19; Mark 16:16).

b. Holy Communion

The Lord's Supper, consisting of the elements-bread and the fruit of the vine is the symbol expressing our sharing the Divine nature of our Lord Jesus Christ (2 Peter 1:4) a memorial of his suffering and death (1 Corinthians 11:26); and is anjoined on all believers "till He come!"

7. The Baptism of the Holy Ghost

All believers are entitled to and should ardently expect and earnestly seek the promise of the Father, the baptism in the Holy Ghost and fire, according to the command of our Lord Jesus Christ. This was the normal experience of all in the early Christian Church. With it comes the enduement of power for life and service, the bestowment of the gifts and their uses in the work of the ministry. (Luke 24:49; 1 Corinthians 12:1-3)

This experience is distinct from and subsequent to the experience of the new birth. With the batism in the Holy Ghost come such experiences as an overflowing fullness of the spirit, a deepened reverence for God, an intensified consecration to God and more a active love for Christ, for his word and for the lost.

8. The evidence Of the Baptism In the Holy Ghost

The Baptism of believers in the Holy Ghost is witnessed by the initial physical sign of speaking with other tongues as the spirit of God gives them utterance. The speaking in tongues in this instance is the same in essence as the gift of tongues but different in purpose and use.

9. Sanctification

Sanctification is an act of separation from that which is evil, and of dedication unto God Romans 12:1. The Scriptures teach a life of "holiness without which no man shall see the Lord". (Hebrew 12:14)By the power of the Holy Ghost we are able to obey the command:"Be ye holy, for I am holy"(1 Peter 1:15,16)

Sanctification is realized in the believer by recognizing his identification with Christ in His death and resurrection, and by faith reckoning daily upon the fact of that union, and by offering every faculty continually to the dominion of the Holy Spirit.

10. The Church

The Church is the body of Christ, the habitation of God through the spirit, with divine appointments for the fulfillment of her great commission. (Ephesians 1:22, Hebrews 12:23) Since God's purpose concerning man is to seek and to save that which is lost, to be worshiped by man, and to build a body of believers in the image of his son, the priority reason-for-being of Church of God ministry of prayer and of the word as part of the church is:

a.- To be an agency of God for evangelizing the world (Acts 1:8; Matthew 28:19-20 and Mark 16:15)

b. To be a corporate body in which man may worship God (Corinthians 12:13)

c. To be a channel of God's purpose to build a body of saints being perfected in the image of his Son (Ephesians 4:11-16)

11. The Ministry

A divinely called and scripturally ordained ministry has been provided by our Lord for threefold purpose of leading the church in:

1. Evangelization of the world (Mark 16:15-20)

2. Worship of God (John 4:23, 24)

3. Building a body of saints being perfected in the image of His Son (Ephesians 4:11-16)

12. Divine Healing

Divine healing is an integral part of gospel. Deliverance from sickness is provided for in the atonement and is privilege of all believers. (Isaiah 53:4, 5; Matthew 8:16-17; James 5:14-16)

13. The Blessed Hope

The resurrection of those who have fallen asleep in their translation together with those who are alive and remain unto the coming of the lord is the imminent and blessed hope of the Church (1 Thessalonians 4:16,17; Corinthians 15:51, 52; Romans 8:23; Titus 2:13)

14. The millennial reign of Christ

The second coming of Christ includes the rapture of the saints, which is our blessed hope, followed by the visible return of Christ with His Saints to reign on the earth for the thousand years (Zechariah 14:5; Matthew 24:27, 30; revelation 1:7; 19:11-14; and 20:1-6) this millennial reign will bring the salvation of national Israel (Ezekiel 37:21, 22; Romans 11:26, 27) and the establishment of the universal peace (Isaiah 11:6-9)

15. The final Judgment

There will be a final judgment in which the wicked dead will be raised and judged according to their works. Whoever is not found written in the book of life, together with the devil and his angels, the beast and the false prophet, will be consigned to everlasting Punishment in the lake which burneth with fire and brimstone, which is the second death. (Matthew 25:46; Revelation 19; 20; 10:11; 21:8)

16. The New Heavens And The New Earth

" We according to His promise, look for new heavens and new earth where in dwelleth righteousness " (2Peter 3:13; Revelation 21:22).

17. We believe, according to the book of (Ephesians 4:11-12), in the five ministry God gave to His body: Apostles, prophets, Evangelists, Pastors and teachers, for the perfecting of the saints for the work of the ministry, Amen!

Bylaws

Article 1.

Name

The Church of God Ministry of prayer and of the word, Inc.

Article 2.

Objectives

The objectives for which the organization is formed shall be:

A)To assist and help the members of the Church in a more cooperative manner to promote the Gospel of Lord Jesus-Christ in accordance with the Bible, through:

I)Regional minister's fellowship meeting.

II) Regional and national minister's seminars in Church management, government regulations and related ministerial fields,

III) Professional development through educational seminars, correspondence courses and resident Bible colleges.

B) To license and ordain ministers and missionaries of the Gospel for the furtherance of the work of the organization in accordance With the By-laws.

C) To educate and lead the people in the ways of salvation, goodness, righteousness, morality and temperance as taught in Bible.

D) To carry on other activities which are ancillary and incidental to objectives A, B and C.

Article 3

Sovereignty and Powers of the Church of God.

The Church shall have the right to possess, buy, mortgage, sell, lease, barter and exchange real and personal property, to borrow money, collect funds, receive gifts and legacies as is may judge necessary for the attainment of this objects.

The Church shall have the power to license and ordain and send out any missionary or minister recommended by the Church of God for the teaching and preaching of the Gospel in accordance with the By-laws of this organization.

Article 4

Non-profit clause

The Church of God Ministry of prayer and of the word, in New Jersey and shall carry on its activities with out the purpose of gain for its members and any revenue or other accretions to the organization shall be used in promoting the purpose and functions of the Church.

Article 5

Members

Any person baptized by the Church God ministry of Prayer and of the word, Inc. Or presenting a letter of membership in good standing from his last attending Church may become a member of the Church; provided that such person submitting a letter of membership from his last attending Church, shall also submit a written application which must be favorably passed upon by a majority vote at a meeting of the board of trustees.

Every member of the Church shall be entitled to participate in the annual general Assembly and shall be permitted to vote upon those issues presented to the General Assembly by the Board of Trustees and the Pastor.

Article 6

Board of Trustees

Section 1. Powers and Duties.

The board of trustees shall have general power to control and manage the business affairs and property of the corporation, and shall have full power, by majority vote, to adopt rules and regulations governing the action of the board of trustees and shall have full authority with respect to the distribution and payment of the moneys received by the corporation from time to time; provided, however, that the fundamental and basic purposes of the corporation, as expressed in the certificate of incorporation, shall not thereby be amended or changed, or provided further, that the board of trustees shall not permit any part of the net earnings or capital of the corporation to inure to the benefit of any private individual. The Pastor shall have the final and absolute word and be the sole decision maker with respect to all spiritual issues. The Board of Trustees shall have no power in spiritual matters.

Section 2. Number, Election, Term of office and removal.

The number of trustees shall be five (5) the initial trustees named in the certificate of incorporation shall serve initial terms in accordance with the schedule set forth in the certificate of incorporation. Thereafter, their successors shall be appointed by the pastor at the annual meeting of the board of trustees, and each shall continue in office until his successor shall have been appointed and qualified, or until his death, resignation or removed. Any trustee may be removed, with or without cause, by the pastor in his sole discretion The pastor shall always occupy one seat on the Board and the Board shall have no power to remove the pastor from the pastorship or the Board.

Section 3. Vacancies

Any vacancy in the board of trustees arising at any time and from any cause, may be filled for the unexpired term at any meeting of the board of trustees by the pastor selecting a replacement. In the event that the Pastor's seat on the board becomes vacant for any reason and a successor has not previously been selected, then the vice president shall become the president and the Pastor of the Church. If the vice president has already been ordained then he shall be the pastor. Such appointment shall not be valid and effective until such time as the General assembly of members has approved the individual by a majority vote.

Section 4. Annual meeting. Notice.

The annual meeting of the board of trustees shall be held at the principal office of the corporation or at the such other place as the board of trustees shall be designate at such date and time as the board of trustees shall designate. Notice of the time and place of such annual meeting shall be given by the secretary by mailing a copy thereof or delivering the same to each trustees not less than ten or more than thirty days before such annual meeting.

Section 5. Special meeting Notice.

Special meeting of the board of trustees may be held upon the call of the president or of any two trustees at the principal office of the corporation or at such other place as may be designated in the notice of such meeting. Notice of the time, place and purposes of any special meeting of the board of trustees shall be given by secretary by mailing a copy thereof or delivering the same to each trustees at least two days before such meeting.

Section 6. Regular meeting; Notice,

Regular meeting of the board of trustees shall be held at such time and place as the board of trustees shall designated and notice of such regular meetings need not be given.

Section 7. waiver of notice,

Notice of a meeting need not be given to any trustees who submits a signed waiver of notice, either before or after the meeting, or who attends the meeting without protesting the lack of notice to him, either before or at the commencement of the meeting.

Section 8. Quorum; Adjournments of meetings.

At all meetings of the board of trustees, a majority of the trustees then in office shall constitute a quorum for the transaction of business. In the absence of a quorum, a majority of the trustees present may, without giving notice other than by announcement at the meeting, adjourn the meeting from time to time until a quorum is obtained. At any such adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the meeting as originally called.

Section 9. Written consent.

Whenever any action is required or permitted to be taken by the board of trustees, or any committee thereof, such action may be taken without a meeting if all members of the board of trustees or the committee consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consent thereto by the members of the board of trustees or committee shall be filled with the minutes of proceedings of the board of trustees or committee.

Section 10. Organization.

The president of the corporation shall be preside at all meeting of the board of trustees. The secretary of the corporation shall act as secretary at all meeting of the board of trustees and as the secretary at any meeting s of the general assembly. In the absent of the secretary, the presiding officer may appoint any person to act as secretary of the meeting.

Section 11. Resignation.

Any trustee may resign at any time by giving written notice to the president of the corporation. Such resignation shall take effect at any time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make effective.

Article 7
Officers

Section 1. Officers.

The officers of the corporation shall be a president, a secretary, a treasurer, and such other officers, including one or more vice presidents, as the pastor may from time to time appoint. The pastor of the congregation shall always be the president of the corporation. One person may hold more than office in the corporation, except that one person may not hold both the office of president and secretary. No instrument required to be signed by more than one officer may be signed by one person in more than one capacity.

Section 2. Term of office and removal

The officers of the corporation shall be appointed by the pastor at the annual meeting of the board of trustees and each shall continue in office until his successor shall have been elected and qualified, or until his death, resignation or removal. Any officer of the corporation may be removed, with or without cause, by the pastor.

Section 3. Other Agents ect.

The board of trustees may from time to time appoint such agents as it shall deem necessary, each of whom shall hold office during the pleasure of the board of trustees, and shall have such authority, perform such duties and receive such reasonable compensation, if any, as the board of trustees may from time to time determine.

Section 4. Vacancies

Any vacancy in any office may be filled by the pastor. Any officer so appointed shall hold office until the next annual meeting of the board of trustees and the qualification of his successor.

Section 5. President: power and duties.

The pastor of the congregation shall always be the president. The president shall preside at all meetings of the board of trustees. He shall manage and supervise the business affairs of the corporation. He shall keep the board of trustees fully informed, and shall freely consult with them concerning the activity of the corporation. He shall have the power to sign alone, unless the board of trustees shall specifically require an additional signature, in the name of the corporation all contracts authorized either generally or specifically by the board of trustees. He shall perform all duties incident to the office of president.

Section 6. Vice president: power and duties.

The vice president, or the vice president in the order of their office, shall in the absence or disability of the president preform the duties and exercise the power of the president. The vice president (s) shall have such powers and perform such duties as may be delegated by the president or prescribed by the board of trustees.

Section 7. Secretary: power and duties.

The secretary shall act as secretary of all meeting of the board of trustees, and shall keep the minute of all such meeting. He shall attend to the giving and serving of all notice of the corporation and he shall perform all duties incident to the office of secretary, subject however, to the control of the board of trustees, and such other duties as shall from time to time be assigned to him by the board of trustee.

Section 8. Treasurer: power and studies.

The treasurer shall have the custody of all funds and securities of the corporation. He shall keep or cause to be kept complete and accurate accounts of receipt and disbursements of the corporation, and shall deposit all moneys and other valuable effects of the corporation in the name and to the credit of the corporation in such banks or despositories as the board of trustees may designate. He shall render a monthly statement of the corporation's accounts. He shall at all reasonable time exhibit the corporation's books and accounts to any officer or director of the corporation, and shall perform all duties incident to the office of treasurer, subject however, to the cotrol of the board of trustees, and such other duties as shall from time to time be assigned to him by the board of trustees. The treasurer shall, if required by the board of trustees, give such security for the faithful performance of his duties as the board of trustees may require

Article 8
General Assembly

Section 1.

the general assembly shall consist of all properly registered members of the church.

Section 2.

the general assembly shall meet at least once per year, in January of each year, and if necessary at other times as announced by the pastor.

Section 3.

The general assembly shall consider such issues as are brought before it by the board of trustee and/or the pastor. The pastor shall be the presiding officer at the general assembly, and the secretary and treasurer shall report and bring

such matters as are necessary to the general assembly. The books and records of the church shall be available and open for inspection at the meeting of the general assembly. Members of the general assembly shall be entitled to raise such issues as they deem fit to the officers and pastor of the church.

Section 4.

the general Assembly shall consider and act upon the recommendation of the pastor and the board that any individuals pastorial credential be revoked. The credential of the founding pastor jean elie Turlias are not subject to this provision and may not be removed under any circumstances.

Article 9
Contracts, checks bank accounts and investments

Section 1. Checks, notes and contracts.

The board of trustees is authorized to select such bank or despositories as it shall deem proper to hold deposits of the funds of the corporation. The board of trustees shall determine who shall be authorized from time to time on the corporation's behalf to sign the check, drafts or other orders for the payment of money, notes or other evidences of indebtedness, to enter into contracts or to execute and deliver other documents and instruments

Section 2. Investments

The fund of the corporation may be retained in whole or in part in cash or be invested and reinvested from time in such property, real, personal or otherwise, or stocks, bonds or other securities, as the board of trustees may deem desirable.

Article10
Office and books

Section 1. Office.

The office of the corporation shall be located at such place as the board of trustees may from time to time determine.

Section 2. Books,

There shall be kept at the office of the corporation correct books of account of the activities and transactions of the corporation, including a minute book, which shall contain a copy of the certificate of incorporation, a copy of these by laws, and all minutes of meetings of the board of trustees.

Article 11
Corporate seal

The seal of the corporation shall be circular in form and shall bear the name of the corporation and words and figures showing that it was incorporated in the state of new jersey and the year of incorporation.

Article 12
Fiscal year

The fiscal year of the corporation shall be determined by the board of trustees.

Article 13
Indemnification

The corporation may, to the fullest extent now or hereafter permit by law, indemnify any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he (or a person of whom he is the legal or personal representative or heir or legatee) is or was a trustee, officer, employee, or other agent of the corporation, or of any organization served by him in any capacity at the request of the corporation, against judgment, fine, amounts paid in settlement and reasonable expenses, including attorneys fees.

Article 14
Pastor

Section 1.

The pastor is the principle spiritual advisor of the church. The Pastor has the final word on all matters of faith. The pastor shall serve as the president of the corporation and shall be an ex officio member of all committees.

Section 2.

the pastor has the sole power to appoint members to the board of trustees and to appoint all of the officers of chuch.

Section 3.

the pastor has the sole authority to approve the ordination of other ministers and pastors of the chuch.

Section 4.

The pastor may recommend to the board and the general assembly that the pastorship credential; of an individual may be removed

Article 15
Dissolution

Upon dissolution of this organization, all assets shall be distributed to one or more registered state charities or any other qualified donee as that term is defined by service internal revenue.

Article 16
Amendments,

These by-laws may be amended at any meeting of the board of trustees by a vote of majority of the entire board of trustees.

Date: October 21, 2012

These amended Bylaws having been reviewed and discussed by the Board, and the board having taken action to approve them on October, 2012,at a special meeting of the Board at which all members were present and each and every member waived notice of the meeting and

The undersigned, being all of the members of the Board of the church of god, do hereby affix their signatures to indicate their unanimous approval and acceptance of these revised Bylaws, and

The Secretary is directed to attest to the signatures, to affix the corporate seal and to insert these Amended bylaws into the official records of the church of God.

_____
Rev. Jean E. Turlias
President, C.G.M.P.W.

_____
Elsie Auguste Turlias
Vice President, C.G.M.P.W

_____
Jean Renel Legrand
Treasurer

_____
Carrine St-Juste
Secretary

_____
Dieudonne Darby
Member

The undersigned, being the Secretary of the church of God does hereby certify and attest that the Board, on October, 2012, at a special meeting with all members present and having waived notice, that all members took action to approve, and did, by unanimous vote approve, the amended Bylaws as set forth herein above.

_____
Carrine St.Juste, Secretary

Sworn to and subscribed before me
This 22nd day of October 2012

Resolution adopting Amended Bylways
Dated 10/21/12

The undersigned, constituting all of the members of the Board of Trustees (herein after the "Board") of the church of God Ministry of prayer and of the word, Inc. (herein after the "chuch"), all being present at a special meeting of the Board on 10/21/12 and all having waived any notice requirements for the calling of such meeting, do hereby adopt the following resolutions, and

WHEREAS, The Board of trustees (herein after the "Board") of the chuch of God ministry of preyer and of the word, Inc., at a special meeting help on 10/21/12, upon the advice of counsel, and having carefully reviewed the recommendations of counsel, have determined that it is in the best interests of the chuch to make certain amendments to the previously adopted Bylaws of the chuch.

NOW THEREFORE, the members of the Board hereby Resolve and do declare that:

1. The attached Amended Bylways, dated 10/21/12, be and hereby are adopted as the Bylways of the chuch, and

2. The Board does further resolve and declared that they do hereby unanimously direct the secretary of the church to place the official seal of the church upon this resolution, and the original signed copy of the Amended Bylways dated 10/21/12, and to place the orinal in the church's corporate records and to make a copy available to the church's attorney to include in the package to be submitted to the bank.

The undersigned, being all of the members of the Board of the church, do hereby affix their signatures below to attest to the fact that each and every one has waived notice of meeting and unanimously agreed to the resolutions set forth herein above.

_____
Rev. Jean E. Turlias,
Persident , C.G.M.P.W

_____
Elsie Auguste Turlias
Vice President C.G.M.P.W

_____
Jean Renel Legrand
Treasurer

_____
Carrine St.Juste
Secretary

_____
Dieudonne Darby
Member

The undersigned, being the secretary of the church, does hereby certify and attest that the members of the Board listed herein above, where all present at a special Board meeting on october, 2012, and all having waived notice of the meeting, and further that all members took action to approve, and did, by unanimous vote approve the resolutions set forth herein above.

_____
Carrine St. Juste, Secretary

Sworn to and subscribed before me
This 22nd day of October 2012

Resolution attesting to the current Officers and members of the boad of Chuch of god ministry of prayer and of the word, inc.

The undersigned, constituting all of the members of the board of trustees (herein after the " board ") of the church of god ministry of prayer and of the word, inc. (herein after the ' chuch'), all being present at a special meeting of the board on 10/21/12 and all having waiving any notice requirements for the calling of such meeting, do hereby adopt the following resolutions, and

WHEREAS, then Board of Trustees (herein after the "Board") of the Church of God Ministry of Prayer and of the Word, Inc., (herein after the 'chuch'), at special meeting held on 10/21/12 with all members present, has determined that it is in the best interests of the chuch and the congregation to purchase the property wherein it currently has its offices and sanctuary from the present owners, and

WHEREAS, the Board has decided to make an application for the necessary mortgage financing to complete the purchase to the rumson fairhaven Bank (herein after the "Bank"), which currently holds the mortgage to the sellers, and

WHEREAS, The Bank has requested as part of the application process that the Church provide a current resolution attesting to the current members of the board of trustees and the names of the current officers of the church, and

WHEREAS, the Board is desirous of providing the Bank with all of the information needed to process the church's mortgage application, and

NOW THEREFORE, the members of the board hereby resolve and do declare

1. The current members of the board are as follows and any who also currently hold positions as officers of the church are so designated:
President & Pastor — Jean Elie Turlias
Vice President — Elsie Auguste Turlias
Treasurer — Jean Renel Legrand
Secretary — Carrine St. Juste
Member — Dieudonne Darby

1. The Board does further Resolve and declare that they do hereby unanimously direct the secretary of the church to place the official seal of the church upon this resolution, to place a copy in the church's corporate records and to make a copy available to the church's attorney to include in the package to be submitted to the Bank.

The undersigned, being all of the members of the Board of the church, do hereby affix their signature below to attest to the fact that each and every one has unanimously agreed to this resolution.

_____
Rev. Jean E. Turlias,
President, C.G.M.P.W.

_____
Elsie Auguste Turlias
Vice President C.G.M.P.W.

_____
Jean Renel Legrand
Treasurer

_____
Carrine St.Juste
Secretary

_____
Dieudonne Darby
Member

The undersigned, being the secretary of the church, does hereby certify and attest that the Board, on october, 2012, at a special meeting with all members present and having waived notice, that all members took action to approve, and did, by unanimous vote, approve the resolution set forth herein above.

_____
Carrine St.Juste Secretaire

Sworn to and subscribed before me
This 22nd day of October 2012

Resolution Authorizing the purchase of 2104 Stanley Terrace, Union , NJ and Authorizing certain officers to negotiate the purchase, Negotiate a mortgage loan and take all actions necessary to close Both the mortgage transaction and purchase

The undersigned, constituting all of the members of the Board of trustees (herein after the "Board") of the church of God Ministry of prayer and of the word, inc. (herein after the " church "), all being present at a special meeting of the board on 10/21/12 and all having waived any notice requirements for the calling of such meeting, do hereby adopt the following resolutions, and

WHEREAS, the Board of trustees (herein after the "Board") of the chuch of god ministry of prayer and of the word, Inc., at a special meeting help on 10/21/12 with all members present, has determined that it is in the best interests of the church and the congregation to purchase the property located at 2104 stanley Terrace, Union, NJ, wherein the church currently maintains its offices and sanctuary from the present owners, and

WHEREAS, the Board has decided to make an application for the necessary mortgage financing to complete the purchase to the Rumson Fairhaven Bank (herein after the " Bank"), which currently holds the mortgage to the sellers, and

NOW THEREFORE, the members of the Board hereby Resolve and do declare that:

1. The Board hereby directs the president and the secretary of the church to proceed to enter into a contact for the purchase of 2104 Stanley Terrace, Union' NJ, and

2. The president and the secretary of the church are authorized and directed, on behalf of the church, to sign any contract which meets witch their approval for the purchase of the property at 2104 Stanley Terrace, Union' NJ, And

3. The president and secretary of the church are authorized and directed to make application to the Rumson Fairhaven Bank for a mortgage to finance the purchase of the property at 2104 Stanley Terrace, Union, NJ, and are further authorized to negotiate such terms as they deem acceptable with the Bank, and upon reaching an agreement, to sign any documents required by the bank to close the mortgage financing, and

4. The president of the church is authorized and directed to retain the firm of stephen M. Goldberg, pc , to assist in the process of preparing a contract and applying for and closing the mortgage loan and the purchase of the property

6. The board does further resolve and declare that they do hereby unanimously direct the secretary of the church to place the official seal of the church upon this resolution, to place a copy in the church's corporate records and to make a copy available to the church's attorney to include in the package to be submitted to the bank.

The undersigned, being all of the members of the Board of the church, do hereby affix their signatures below to attest to the fact that each and every one has waived notice of meeting and unanimously agreed to the resolutions set forth herein above.

_____
Rev.Jean E. Turlias,
President, C.G.M.P.W.

_____
Elsie Auguste Turlias
Vice President C.G.M.P.W.

_____
Jean Renel Legrand
Treasurer

_____
Carrine St.Juste
Secretary

_____
Dieudonne Darby
Member

The undersigned, being the secretary of the church, does hereby certify and attest that the members of the Board listed herein above, were all present at a special Board meeting on October, 2012, and all having waived notice of the meeting, and further that all members took action approve, and did, by unanimous vote, approve the resolutions set forth herein above.

_____
Carrine St. Juste, Secretaire

Sworn to subscribed before me
This 22nd day of October 2012