

C A N A D A

LETTERS PATENT

WHEREAS an application has been filed to incorporate a corporation under the name

KOINONIA CHRISTIAN FELLOWSHIP INC.

THEREFORE the Minister of Industry, Science and Technology by virtue of the powers vested in him by the Canada Corporations Act, constitutes the applicants and such persons as may hereafter become members in the corporation hereby created, a body corporate and politic in accordance with the provisions of the said Act. A copy of the said application is attached hereto and forms part hereof.

Date of Letters Patent - March 21, 1995

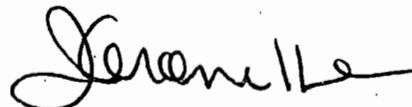
GIVEN under the seal of office of the Minister of Industry, Science and Technology.



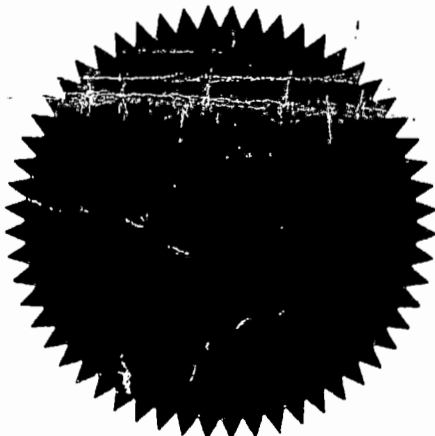
for the Minister of Industry,
Science and Technology

RECORDED 29th March, 1995

Film 700 Document 280



Deputy Registrar General of Canada



APPLICATION FOR INCORPORATION OF A CORPORATION
WITHOUT SHARE CAPITAL UNDER PART II OF THE CANADA
CORPORATIONS ACT

To the Minister of Consumer and Corporate Affairs of Canada.

I.

The undersigned hereby apply to the Minister of Consumer and Corporate Affairs for the grant of a charter by letters patent under the provisions of Part II of the Canada Corporations Act constituting the undersigned, and such others as may become members of the Corporation thereby created, a body corporate and politic under the name of

KOINONIA CHRISTIAN FELLOWSHIP INC.

The undersigned have satisfied themselves and are assured that the proposed name under which incorporation is sought is not the same or similar to the name under which any other company, society, association or firm, in existence is carrying on business in Canada or is incorporated under the laws of Canada or any province thereof or so nearly resembles the same as to be calculated to deceive and that it is not a name which is otherwise on public grounds objectionable.

II.

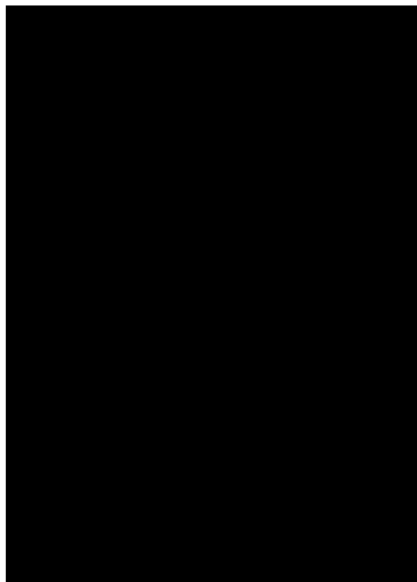
The applicants are individuals of the full age of eighteen years with power under law to contract. The name, the address and the calling of each applicants are as follows:

Larry John Wood

Stephen Richard Martin

Hilco Stevens

William Kosowan



The said Larry J. Wood, Stephen R. Martin, Hilco Stevens and William Kosowan will be the first directors of the Corporation.

III.

The objects of the Corporation are:

- a. to promote, proclaim and advance the gospel of Jesus Christ in Canada and throughout the world by preaching and teaching the Word of God, by establishing New Testament churches and by supporting and maintaining missionaries and missions;
- b. to encourage sound Christian education and training;
- c. to earnestly contend for the Faith once delivered to the saints;
- d. to assist those in poverty or other form of need by providing food, clothing, shelter, care and rehabilitation of any form.

IV.

The operations of the Corporation may be carried on throughout Canada and elsewhere.

V.

The place within Canada where the head office of the Corporation is to be situated is the

VI.

It is specifically provided that in the event of dissolution or winding up of the Corporation all its remaining assets after payment of its liabilities shall be distributed to one or more recognized charitable organizations in Canada.

VII.

In accordance with Section 65 of the Canada Corporations Act, it is provided that, when authorized by by-law, duly passed by the directors and sanctioned by at least two-thirds of the votes cast at a special general meeting of the Members duly called for considering the by-law, the directors of the Corporation may from time to time

- a. borrow money upon the credit of the Corporation;
- b. limit or increase the amount to be borrowed;
- c. issue debentures or other securities of the Corporation;
- d. pledge or sell such debentures or other securities for such sums and at such prices as may be deemed expedient; and
- e. secure any such debentures, or other securities, or any other present or future borrowing or liability of the Corporation, by mortgage, hypothec, charge, or pledge of all or any currently owned or subsequently acquired real and personal, movable and immovable, property of the corporation, and the undertaking and rights of the Corporation.

Any such by-law may provide for the delegation of such powers by the directors to such officers or directors of the Corporation to such extent and in such manner as may be set out in the by-law.

Nothing herein limits or restricts the borrowing of money by the Corporation on bills of exchange or promissory notes made, drawn, accepted or endorsed by or on behalf of the Corporation.


VIII.

The by-laws of the Corporation shall be those filed with the application for letters patent until repealed, amended, altered or added to.

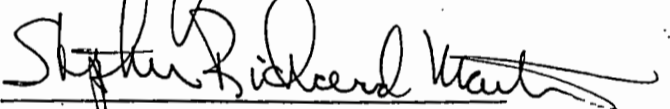
IX.

The Corporation is to carry on its operation without pecuniary gain to its members and any profits or other accretions to the Corporation are to be used in promoting its objects.


DATED at the Township of Wilmot, in the Province of Ontario, this 15th day of ~~September, 1994~~ March, 1995.



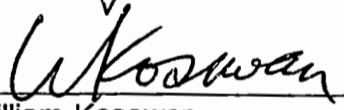
Larry John Wood



Stephen Richard Martin



Hilco Stevens



William Kosowan

Koinonia
Christian Fellowship

CONSTITUTION

October, 1988

ARTICLE I: NAME AND PURPOSE

Name:

This religious organization shall be known as Koinonia Christian Fellowship.

Affiliation:

This Church will be affiliated with the Canadian Fellowship of Churches and Ministries.

Statement Of Purpose:

OUR VISION: We believe that it is of utmost importance that we have a clear and concise vision of what God has set before us to do. We believe that all people desire to be a part of something great and yet at the same time to remain safe and secure while accomplishing that end. The community of the Church of Jesus Christ, collectively is called to such a mission on behalf of the Kingdom of God.

Our sense of God's vision for us as a local expression of the body of Christ will allow us to:

1. Nurture the community;
 - a) by building strong foundations according to God's plan and purpose.
 - b) by providing unity which releases the power of God.
 - c) by setting common goals, combined with individual effort, in order to affect corporate achievement.
2. Expand the community;
 - a) by demonstrating to the world the character of God in an authentic New Testament Church.
 - b) by reaching out to those who are around us.

OUR RELATIONSHIP WITH GOD:

1. To know God and to glorify and enjoy Him forever.
2. To see true worship restored in fullness in the Church, individually and corporately.
3. To rely upon the empowering of the Holy Spirit and His direction and leading in all we do.

4. To assist each person in our care to grow secure in the love and grace of God, in order to live a victorious life of faith in Christ Jesus.
5. To assist each person to grow in personal holiness.
6. To ensure that prayer and the study of God's Word permeate the life of each believer and the life of the Church.

OUR RELATIONSHIP WITH EACH OTHER:

1. To see the Ephesians 4:11 gift ministries (apostles, prophets, evangelists, pastors and teachers) "equipping the saints for the work of the ministry". In order for each person to function in their roles, callings and spiritual gifts.
2. To experience consistently God's moving, expressed through the supernatural gifts of the Spirit.
3. To relate to each other on the basis of commitment rather than convenience while building inter personal relationships with one another.
4. To demonstrate through covenant relationships the character and love of God by serving, honouring, encouraging, caring, admonishing and submitting to one another.
5. To walk in our covenant relationships with Jesus Christ and one another remaining loyal and handling conflicts and misunderstandings according to the Word of God.
6. To build strong individuals, marriages and families experiencing "righteousness, peace and joy in the Holy Spirit".
7. To value and develop God-given leadership that exemplifies Christian virtue and character not just "Charismatic" speaking ability.
8. To help each person learn God's principles for becoming faithful stewards of God's resources in this life and so enjoy financial freedom, biblical prosperity and abundance in order to establish God's covenant on earth.

OUR RELATIONSHIP TO THE WORLD:

1. To reach the lost through personal evangelism and Church planting with signs and wonders following.
2. To provide new converts with care and foundational teaching, that they might be baptized in water, baptized in the Spirit, added to a local church and become functioning, productive members of the Body of Christ.
3. To demonstrate our love for the Lord Jesus Christ through ministry to those in need by providing spiritual and practical assistance where possible to the poor, sick, widows, orphans, and unwed mothers.
4. To be a prophetic people corporately discerning, demonstrating and declaring the Word of the Lord to our generation.
5. To fulfill our part in world missions, by supporting missions efforts at home and abroad and to be involved in Church planting as the Kingdom is preached and the nations are reached in our generation.

OUR PRIORITIES:

"Our priority is people, not programs; and attitudes, not abilities".

1. Love God, and to know Him.
2. Instruct in proper understanding and application of the Bible.
3. Develop a consistent and effective prayer life.
4. Express in Worship our love and joy of God's presence.
5. Continually grow and mature in all our relationships.
6. Equip and train the Body of Christ for the work of the ministry.
7. Initiate and continue in effective outreach to the lost.

ARTICLE II: STATEMENT OF FAITH

1. We believe in the inspired Word of God, the only infallible rule of faith and conduct.
II Timothy 3:16,17
2. We believe in one True God, self-existent Maker of all things, has revealed Himself in three Persons - Father, Son, and Holy Spirit - co-equal, co-eternal, and one in substance.
II Corinthians 13:14; Matthew 28:19; Ephesians 2:18
3. We believe in the deity of Jesus Christ, incarnate son of God; True God, True man. He lived a sinless life, was crucified, died and was buried; He was raised from the dead and is alive forevermore.
Luke 1:26-31; John 1:1; Revelation 1:18; Romans 1:4
4. We believe that man was originally created in the image and likeness of God, but by voluntary transgression fell and is separated from God, thus making personal salvation through faith in Christ's death and resurrection a necessity for every man.
Genesis 1:26; Genesis 2:17; Genesis 3:24; Romans 5:17-19
5. We believe in Water Baptism by immersion. Obedience to this commandment is essential to enable the believer to walk in newness of life.
Mark 16:16; Colossians 2:11,12; Romans 6:3-8
6. We believe in the promise of the Father, the Baptism of the Holy Spirit, the enduement of power, for life and service, as distinct from and subsequent to the new birth. We believe that speaking in other tongues as the Spirit gives evidence is the normative evidence of this baptism. We further believe that all the gifts of the Holy Spirit are available to Christians today and that all the gifts of the Spirit should be and must be operative in the Church for the Church to manifest her full glory under the Lordship of Jesus Christ.
Acts 1:8; Acts 2:4; I Corinthians 12
7. We believe that entire sanctification is the will of God for all believers and is to be earnestly pursued by walking in obedience to God's Word by the power of the Holy Spirit.
Hebrews 13:12; John 17:17; Leviticus 20:7;
I Thessalonians 4:3,4

8. We believe that divine healing and health through faith is provided for all in the Atonement.
Isaiah 53:4,5; Matthew 8:17; I Peter 2:24; James 5:15
9. We believe that God wants us to prosper in every of our lives, spirit, soul, and body.
I Thessalonians 5:23; III John 2
10. We believe in a faith that works by love, so Christ can be formed in us, and that we all come into the unity of the faith.
Galatians 4:19; Ephesians 4:13
11. We believe the Church, the Body of Christ, is the habitation of God through the Spirit comprised of every believer born of the Spirit. The Church universal is manifested in local expressions through which the work of God, evangelization of the world and edification of believers, is carried on.
I Corinthians 12:12; II Corinthians 6:16;
I Corinthians 3:16; Acts 16:5; Mark 16:15
12. We believe in the resurrection of those asleep in Christ and their translation together with those who remain unto the coming of the Lord. This is the imminent and blessed hope of the Church.
I Corinthians 15:51,52; I Thessalonians 4:16,17

ARTICLE III: OFFICERS

The officers of the organization shall be a Chairman, Vice-Chairman, Secretary, and Treasurer.

1. Chairman of the Elders:

The Chairman of the organization shall be the Pastor and he shall also be an active member of the Elders.

2. Vice-Chairman:

Vice-Chairman of the organization shall act as Chairman of the Elders in the absence of the Chairman.

3. Secretary:

The Secretary of the organization shall be the Secretary of the Elders.

4. Treasurer:

The Treasurer of the organization shall be appointed by the Senior Pastor, by agreement of the Eldership.

5. Multiple Officers:

With the exception of the Chairman, any other two positions may be held by a single individual.

6. All officers shall be current members of the Eldership.

ARTICLE IV: ELDERS

1. Elders:

The elders shall be composed of men who meet the Scriptural qualifications contained in I Timothy 3 and Titus 1, and recognition by the Body according to their function within the Body. The Senior Pastor is recognized as the resident Elder in accordance with the calling of God.

2. Selection:

The selection of Elders will be determined by the Senior Pastor in agreement with the existing Elders.

3. Number:

The number of Elders shall be determined by the discretion of the existing Elders.

4. Term:

Elders shall serve for as long as they are active in the fellowship of Koinonia Christian Fellowship and as long as they continue to fulfill the Scriptural qualifications for Elders.

5. Termination:

A person's position as an Elder shall be terminated by:

- a. termination of church membership,
- b. resignation,
- c. engaging in activities unbecoming a spiritual leader as set forth in I Timothy 3 and Titus 1,
- d. death, or
- e. the Pastor, with the advice of the existing Elders.

6. Elections:

At the first Elders meeting in September of each year, a Vice-Chairman, Secretary, and Treasurer shall be selected who shall serve for one (1) year term or until their successors shall have been selected. The Secretary shall keep detailed minutes of all meetings and official actions of the Elders and preserve these minutes in permanent form.

7. Meetings:

The Elders shall meet as often as deemed necessary to discharge the responsibilities as spiritual leaders of Koinonia Christian Fellowship.

8. Charge:

The Elders, with the ministerial staff, shall be charged with the over-all spiritual care of Koinonia Christian Fellowship and the decision making process of the Church shall remain the responsibility of the Elders.

9. Committees:

The Chairman of the Elders shall be an ex-officio member of all committees of Koinonia Christian Fellowship and he may appoint any Elder to act as his representative in this regard.

ARTICLE V: DEACONS

1. Qualifications:

Persons selected as deacons shall be men or women who meet the Scriptural requirements as contained in I Timothy 3:8-14

2. Selection:

A candidate for selection as a deacon shall be recommended by the Pastor in recognition of a divine call of God to such position. Deacons shall be selected by agreement of the Elders.

3. Powers:

A Deacon shall have such authority, powers, duties and responsibilities as shall be vested in them by the Elders, and shall be subject to the direction of, and be responsible to, the Elders.

4. Term:

Deacons may serve for as long as they are active in the fellowship and as long as they continue to fulfill the scriptural qualifications for deacons.

5. Termination:

A person's position as deacon shall be terminated by:

- a. termination of Church membership,
- b. resignation,
- c. engaging in activities unbecoming a spiritual leader as set forth in I Timothy 3:8-14, or
- d. death.

6. Charge:

Deacons shall be charged with such specific spiritual and temporal duties as may be delegated to them by the Elders.

ARTICLE VI: PASTOR

1. Function:

The Pastor as the spiritual leader shall be the chief administrator of affairs and activities in agreement with the Elders to carry out the vision and purposes of Koinonia Christian Fellowship.

2. Authority:

The Pastor shall have broad authority and responsibility to administer the church with the council of the Elders. With the agreement of the Elders, the Pastor may hire, promote and terminate staff to accomplish the purposes of the church.

ARTICLE VII: CHURCH DISCIPLINE

1. Discipline of Elders:

- a. The discipline of the elders for Koinonia Christian Fellowship shall be in accordance with I Timothy 5:19,
"Against an elder receive not an accusation, but before two or three witnesses".(KJV)
- b. The two or three witnesses should be Elders and should judge the matter.
- c. If the accusation is meritorious, the offending elder shall be brought before the Church body.
"Them that sin rebuke before all, that others may fear". I Timothy 5:40 (KJV)

2. Discipline of Church Body:

- a. Unscriptural conduct necessary for church disciplinary action shall include, but shall not be limited to:
 - i) divisiveness
 - ii) fornication
 - iii) covetousness
 - iv) raillery
 - v) drunkenness
 - vi) idolatry
 - vii) extortion
 - viii) heresy
- b. The discipline of delinquent members shall be administered by the Pastor and Elders after a full hearing of the case.
- c. The following steps shall be observed as the occasion requires. (Matthew 18:16-20; Romans 16:17-18; I Corinthians 2:6; II Thess. 3:12).
 - i) The offending individual should be confronted only by the one who has been offended and reconciliation attempted among themselves.
 - ii) If reconciliation is not achieved, then two or three, as the Scripture instructs, (Matt. 18) shall confront the offending individual to seek reconciliation.

- iii) If reconciliation is not made at this point, the matter shall be brought before the entire Church body.
- iv) The offending member who refuses to be reconciled is then called to be separated from the fellowship of the church until there is repentance and reconciliation.
- v) When there is repentance and reconciliation, it shall be attested to by the Pastor and confirmed by the Elders.

ARTICLE VIII: CHURCH MEETINGS

1. Annual Meeting:

The church shall conduct an annual meeting in which the Pastor or those delegated by him shall report to the church body concerning the yearly physical and spiritual growth of the church and any other matters requested or designated by the Elders.

2. Notice:

Notice of church meetings shall be given in such a manner and at such times as may be determined at the discretion of the Elders, provided that such notices shall be designed to reach the largest number of church members feasible.

ARTICLE IX: FINANCES

The finances of the organization shall be the responsibility of the Elders. The borrowing of monies, execution of documents and payment of obligations shall be carried out by the signing authorities appointed by the Elders and under the direction of the Elders.

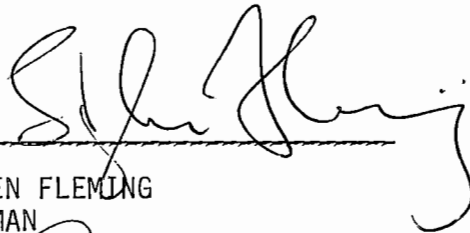
ARTICLE X: PROPERTY

All property shall be held in trust for the organization by the Trustees. The Trustees shall be appointed by the Elders.

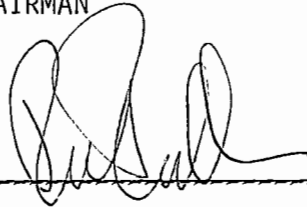
ARTICLE XI: BY-LAWS

1. Amendment:

These by-laws may be amended by the Elders at a meeting called for that purpose.



STEPHEN FLEMING
CHAIRMAN



ROD FULLER
VICE CHAIRMAN

STATEMENT OF AFFILIATION

BE IT KNOWN that Koinonia Christian Fellowship, being religious and charitable in nature does hereby make application for affiliation with FULL GOSPEL FELLOWSHIP of Churches and Ministers of Canada, a duly registered charitable and non-profit Canada Corporation.

BE IT FURTHER RESOLVED that this religious body is in agreement with the principles, nature and purposes of the FULL GOSPEL FELLOWSHIP of Churches and Ministers of Canada, as outlined in the Constitution and By-Laws of said Fellowship, and does agree to abide by them.

Passed this 24th day of November 1983

In the city/town of Brantford in the province of Ontario.

Pastor/President Stephen Fleming

Secretary Beth Fleming

CONSTITUTION

ARTICLE ONE: NAME & PURPOSE

Section 1: The name of this body shall be, Koinonia Christian Fellowship

Section 2: This body has been formed as a religious non-profit charitable organization for the express purpose of propagating the Gospel of the Lord Jesus Christ, to bring people together in Christian worship and to engage in religious, charitable, and Christian educational work of any and all types and through such means as may be available.

ARTICLE TWO: AFFILIATION

Section 1: This religious body shall be in affiliation with the FULL GOSPEL FELLOWSHIP OF CHURCHES AND MINISTERS OF CANADA, concurrent with said Fellowships continuing acceptance of this body and its pastor or president.

ARTICLE THREE: ORGANIZATIONAL STRUCTURE

Section 1: This body shall have a Pastor/ President who shall be the presiding chairman responsible for the spiritual and organizational business of this body, and the appointment of other officers and such boards as may be deemed necessary.

Section 2: This body shall have at all times a secretary and a treasurer, which office may be combined.

Section 3: The minimum number of officers shall be three.

ARTICLE FOUR: BUSINESS & FINANCES

Section 1: An annual business meeting will be held and accurate minutes will be maintained of it and all other business meetings.

Section 2: Records of finances received and disbursed shall be maintained and a report shall be given at the annual meeting.

Section 3: Such properties as may be held, shall be registered in the name of this organization and held "in trust" in accordance with applicable provincial laws.

Section 4: This organization shall be carried on without purpose of gain for its members and any profits or other accretions to it shall be used solely in the promoting of it objects.

PASSED THIS 24th DAY OF November 19 83

IN THE CITY/TOWN OF Brantford PROVINCE OF Ontario

PASTOR/PRESIDENT/CHAIRMAN Stephen Fleming

SECRETARY Beth Fleming

OFFICIAL Brian Sutton