

ARTICLES OF INCORPORATION

HEAL OUR LAND

170 North Ruth Street, #805, St. Paul, Minnesota 55119

SEPTEMBER 2010

We, the undersigned, of full age, for the purpose of forming a religious, non-profit corporation under and pursuant to the provision of Chapter 317A of the Minnesota Statutes Annotated, known as the Minnesota Nonprofit Corporation Act, and laws amendatory thereto, do hereby certify that at a regular meeting of the undersigned incorporators held on September 15, 2010, in St. Paul, Minnesota pursuant to the provisions of Chapter 317A, Minnesota Statutes Annotated, did associate ourselves as a body corporation and did adopt the following Articles of Incorporation.

ARTICLE I
Name

The name of the corporation shall be Heal Our Land Ministries.

ARTICLE II
Registered Office

The location and post office address of the registered office of this corporation shall be 170 North Ruth Street, Apt. 805, St. Paul, MN 55119. The name of the registered agent is Pastor Pete Carlson, Corporate Secretary.

ARTICLE III
Officers/Trustees

- A. **NUMBER.** The officers/trustees of the corporation shall consist of a President, a Secretary and a Treasurer. The Board of Directors may elect or appoint any other officers it deems necessary for the operation and management of the corporation, each of whom shall have the powers, rights, duties, responsibilities and terms of office determined by the Board of Directors from time to time. Any number of offices or functions of those offices may be held or exercised by the same person. The President and Secretary, or Treasurer may execute instruments or documents in those capacities.
- B. **ELECTION AND TERM OF OFFICE.** The Board of Directors shall from time to time elect a President, a Secretary, a Treasurer, and any other officers or agents the Board deems necessary. Such officers shall hold their offices until successors are elected and qualified.
- C. **DELEGATION OF AUTHORITY.** With the prior written consent of the Board, an officer elected or appointed by the Board may delegate some or all of the duties or powers of his office to other officers of the corporation, provided that such delegation is in writing.
- D. **INDEMNITY.** Officers shall be indemnified by the corporation for acts done in their capacity as an officer to the full extent permitted by law.

ARTICLE IV
Purposes

The purposes of Heal Our Land Ministries shall be:

- a. To encourage and promote the evangelization of the world
- b. To encourage and promote the worship of God.
- c. To encourage and promote the edification of believers.
- d. To provide a basis of fellowship among Christians of like precious faith.
- e. To respond to human need with ministries of compassion.

ARTICLE V
Management

- A. NUMBER, QUALIFICATIONS AND TERM OF OFFICE. The incorporators shall elect the first Board of Directors. Thereafter, the number of directors shall be the number last elected by the directors, which shall not be less than three or more than fifteen. Each of the directors shall hold office until his successor shall have been elected and shall qualify or until he shall resign or shall have been removed as hereinafter provided. Each director shall be a mature Christian whose history of participation in the advancement of Christian ministry provides a base of integrity and spiritual intensity for the corporation. They shall also have such qualifications as are set forth in the Articles of Incorporation or Bylaws from time to time.
- B. BOARD MEETINGS; PLACE AND NOTICE. Meetings of the Board of Directors may be held from time to time at any place within or without the State of Minnesota that the Board of Directors designates. In the absence of designation by the Board of "Directors, Board meetings shall be held at the principal executive office of the corporation, except as may be otherwise unanimously agreed orally or in writing or by attendance. Any director may call a Board meeting by giving 30 days notice to all directors of the date and time of the meeting. Notice may be given by mail, telephone, telegram, or in person. If a meeting schedule is adopted by the Board, or if the date and time of a Board meeting has been announced at a previous meeting, no notice is required.
- C. WAIVER OF NOTICE. A director may waive notice of a meeting of the Board. A waiver of notice by a director may be filled by the affirmative vote of a majority of the remaining directors.
- D. QUORUM. Those directors present for a duly called meeting constitute a Quorum.
- E. VACANCIES. Vacancies on the Board resulting from the death, resignation or removal of a director may be filled by the affirmative vote of a majority of the remaining directors.
- F. COMMITTEES. The Board may by resolution establish committees in the manner provided by law. Committee members need not be directors.

G. INDEMNITY. Directors shall be indemnified by the corporation for acts done in their capacity as a director to the full extent permitted by law.

ARTICLE VI Non-Profit

There shall be no capital stock issued, and this corporation is not organized for profit, nor shall any person or member derive any benefit whatsoever, nor shall any pecuniary profit or benefit inure to the members of this corporation, 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 IV hereof.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation, or is not permitted to be carried on by a corporation exempt from federal income tax under section 501C (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. There shall be no personal liability of members for corporate obligations.

ARTICLE VII Existence

The duration of this corporation shall be perpetual until the return of the Lord and Saviour, Jesus Christ, for the rapture of His Church.

ARTICLE VIII Declaration of Faith

The Bible is our all-sufficient rule for faith and practice. This Statement of Fundamental Truths is intended simply as a basis of fellowship among us (i.e., that we all speak the same thing. I Corinthians 1:10; Acts 2:42). The phraseology employed in this statement is not inspired or contended for, but the truth set forth is held to essential to a full-gospel ministry. No claim is made that it contains all biblical truth, only that it covers our need as to these fundamental doctrines.

1. The Scriptures Inspired

The scriptures, both the Old and New Testaments, are verbally inspired of God and are the revelation of God to man, the infallible, authoritative rule of faith and conduct (2 Timothy 3:15-17; I 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 Spirit (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 Scriptures declare:

- a. His virgin birth (Matthew 1:23; Luke 1:31,35).
- b. His sinless life (Hebrews 7:26; I Peter 2:22)
- c. His miracles (Acts 2:22; 10:38).
- d. D. His substitutionary work on the cross (I Corinthians 15:3; 2 Corinthians 5:21).
- e. His bodily resurrection from the dead (Matthew 28:6; Luke 24:39; 1 Corinthians 15:4).
- f. 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 Spirit, being justified by grace through faith, man becomes an heir of God according to the hope of eternal life (Luke 24:47; John 3:3; Romans 10:13-15; Ephesians 2:8; Titus 2:11; 3:5-7).

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 have died with Christ and that they also have been raised with Him to walk in newness of life (Matthew 28:19; Mark 16:16; Acts 10:47,48; Romans 6:4).

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 a prophecy of His second coming (1 Corinthians 11:26); and is enjoined on all believers “till He come!”

7. The Baptism in the Holy Spirit

All believers are entitled to and should ardently expect and earnestly seek the promise of the Father, the baptism in the Holy Spirit 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 endowment of power for life and service, the bestowment of the gifts and their uses in the work of the ministry (Luke 24:49; Acts 1:4,8; 1 Corinthians 12:1-31). This experience is distinct from and subsequent to the experience of the new birth (Acts 8:12-17; 10:44-46; 11:14-16; 15:7-9). With the baptism in the Holy Spirit come such experiences as an overflowing fullness of the Spirit (John 7:37-39; Acts 4:8), a deepened reverence for God (Acts 2:43; Hebrews 12:28), and intensified consecration to God and dedication to His work (Acts 2:42), and a more active love for Christ, for His Word, and for the lost (Mark 16:20).

8. The Initial Physical Evidence of the Baptism in the Holy Spirit

The baptism of believers in the Holy Spirit is witnessed by the initial physical sign of speaking with other tongues as the Spirit of God gives them utterance (Acts 2:4). The speaking in tongues in this instance is the same in essence as the gift of tongues (1 Corinthians 12:4-10,28), 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 12:1,2; 1 Thessalonians 5:23; Hebrews 13:12), Scriptures teach a life of “holiness without which no man shall see the Lord” (Hebrews 12:14), By the power of the Holy Spirit 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 (Romans 6:1-11,13, 8:1,2,13; Galatians 2:20; Philippians 2:12, 13; I Peter 1:5).

10. The Church and Its Mission

The Church is the body of Christ, the habitation of God through the Spirit, with divine appointments for the fulfillment of her Great Commission. Each believer, born of the Spirit, is an integral part of the general assembly and church of the firstborn, which are written in heaven (Ephesians 1:22,23; 2:22; Hebrews 12:23).

Since God’s purpose concerning man is to seek and to save that which is lost, to be worshipped by man, to build a body of believers in the image of His Son, and to demonstrate His love and compassion for all the world, the priority reason for being of the Assemblies of God as part of the Church is:

- a. To be an agency of God for evangelizing the world (Acts 1:8; Matthew 28:19,20; Mark 16:15, 16).
- b. To be a corporate body in which man may worship God (1 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; 1 Corinthians 12:28; 14:12).
- d. To be a people who demonstrate God's love and compassion for all the world (Psalm 112:9; Galatians 2:10; 6:10; James 1:27).

The Assemblies of God exists expressly to give continuing emphasis to this reason for being in the New Testament apostolic pattern by teaching and encouraging believers to be baptized in the Holy Spirit. This experience:

- a. Enables them to evangelize in the power of the Spirit with accompanying supernatural signs (Mark 16:15-20; Acts 4:29-31; Hebrews 2:3,4).
- b. Adds a necessary dimension to a worshipful relationship with God (1 Corinthians 2:10-16; 1 Corinthians 12-14).
- c. Enables them to respond to the full working of the Holy Spirit in expression of fruit and gifts and ministries as in New Testament times for the edifying of the body of Christ and care for the poor and needy of the world (Galatians 5:22-26; Matthew 25:37-40; Galatians 6:10; 1 Corinthians 14:12; Ephesians 4:11,12; 1 Corinthians 12:28, Colossians 1:29).

11. The Ministry

A divinely called and scripturally ordained ministry has been provided by our Lord for the fourfold 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), and (4) meeting human need with ministries of love and compassion (Psalm 112:9; Galatians 2:10; 6:10; James 1:27).

12. Divine Healing

Divine healing is an integral part of the gospel. Deliverance from sickness is provided for in the Atonement, and is the 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 Christ and 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; Romans 8:23; Titus 2:13; 1 Corinthians 15:51,52).

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 one thousand years (Zechariah 14:5; Matthew 24:27,30; Revelation 1:7; 19:11-14; 20:1-6).

This millennial reign will bring the salvation of national Israel (Ezekiel 37:21,22; Zephaniah 3:19,20; Romans 11:26,27) and the establishment of universal peace (Isaiah 11:6-9; Psalm 72:3-8; Micah 4:3,4)

15. The Final Judgment

There will be a final judgment in which the wicked dead will be raised and judged according to their works. Whosoever 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; Mark 9:43-48; Revelation 19:20, 11-15; 21:8).

16. The New Heavens and the New Earth

“We, according to His promise, look for new heavens and a new earth, wherein dwelleth righteousness” (2 Peter 3:13; Revelation 21,22).

ARTICLE IX

Property

This religious, non-profit corporation shall have the right to purchase or acquire by gift, bequest or otherwise, either directly or as a trustee, and to own, hold in trust, use, sell, convey, mortgage, lease, or otherwise dispose of any real estate or chattels as may be necessary for the furtherance of its purposes; all in accordance with its bylaws, or as the same may be hereafter modified or amended.

ARTICLE X

Finances

A. All funds for the maintenance of the Corporation shall be received from our missions trips, general contributions from the public, and offerings from churches.

B. Revenue shall be administered by the treasurer or president in a manner agreed upon by the Board of Directors and following the guidelines of Article III, Section A & C.

ARTICLE XI

Board of Trustees & Directors

The corporate officers are the incorporators and are members of the Board of Trustees and Directors by virtue of office:

Gary Fry

President

170 No Ruth St, #805

St. Paul, MN 55119

Pastor Pete Carlson

Secretary

Amazing Grace Assembly

1237 Earl Street

St. Paul, MN 55110

Marlyn Houk

Treasurer

318 Deerwood Lane

Plymouth, MN 55441

The Incorporators have duly appointed the following as the first Board of Directors for this corporation:

Pastor James Biffert
Bethel A/G
10 W. 57th St.
Minneapolis, MN 55419

Dan Hall
12936 Portland Ave.
Burnsville, MN 55337

Pastor Ed Hollen
8112 Virginia Circle No.
St. Louis Pauk, MN 55426

Pastor Tom Johnson
New River A/G
240 Spates Ave.
Red Wing, MN 55066

ARTICLE XII

Amendments

These Articles of Incorporation, by a two-thirds majority vote may be amended at any regular scheduled meeting of the Board of Directors in accordance with the voting procedure set forth in Article V, Section D. An amendment to be considered must be presented to the Board members in written form at least three weeks prior to the meeting.

IN WITNESS WHEREOF: the undersigned have hereto set their hands at St. Paul, Minnesota, this 15th day of September, 2010.

Incorporators

Gary Fry, President

Pastor Pete Carlson, Secretary

Marlyn Houk, Treasurer