CERTIFICATE OF AMENDMENT

OF

ARTICLES OF INCORPORATION

OF

WORLDWIDE CHURCH OF GOD

HERBERT W ARMSTRONG and ALBERT J. PORTUNE certify:

- 1. That they are the President and Secretary, respectively of the WORLDWIDE CHURCH OF GOD, a California corporation.
- 2. That a meeting of the board of directors of said corporation, duly held at 363 Grove Street, Pasadena, California, on January 5, 1968, the following resolution was adopted:

RESOLVED: That ARTICLE VIII is hereby added to the Articles of Incorporation of this corporation to read in full as follows:

ARTICLE VIII

"Upon the winding up or dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation, which is organised and operated exclusively for charitable, educational, religious and/or scientific purposes and which has established its tax exempt status under section 501 /c, (3) of the Internal Revenue Code. If this corporation holds any assets in trust, such assets shall be disposed of in such manner as may be directed by decree of the Superior Court of the county in which this corporation's principle office is located, upon petition therefor by the Attorney General or any other person concerned in the liquidation."

- 3. That at a meeting of the members of said corporation, duly held at 363 Grove Street, Pasadena, California, on January 5, 1968, a Resolution was adopted, which resolution is identical in form to the director's resolution set forth in paragraph 2 above.
- 4. That the number of members who voted affirmatively for the adoption of said resolution is 5051, and that the number of members constituting a quorum is 2,500.

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CENTIFICATE OF AHENDHENT

Of

ARTICLES OF INCORPORATION

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FILED

WORLDWIDE CHURCH OF COD

HERBURT W. ARMSTRONG and ALBERT J. PORTURE CETTIFY:

L. That they are the President and Secretary, respectively, of the WORLDWIDE CHURCH OF COD, a California corporation.

2. That at a meeting of the hoard of directors of said corporation, doly held at 363 Grove Street, Pasadena, California, on January 5, 1968, the following resolution was adopted:

RESOLVEU; That ARTICLE VIII is hereby added to the Articles of Incorporation of this corporation to read in full as follows:

ARTICLE VIII

"Them the winding up and dissolution of this corporation, after pavine or adelastely providing for the delike and obligations of the corporation, the revailing misers shall be distributed to a competition, the revailing misers shall be distributed to a competition, the revailing misers shall be distributed to a competition, to the consistency for charitable, educational, religious analog section telefoness and which has established its tay except status under Section 501 (c.13) of the luternal Revenue Code. If this corporation holds any assets in trust, such assets shall be disposed of in such ranger as ray be directed by decree of the Superior Court of the County in which this corporations, principal effice is located, upon position thereor by the Attorney Ceneral or by any person concerned in the liquidacion."

3. That at a certine of the perfect of rail corporation, dolv held at 363 Grove Street, Pasadena, California, on January 5, 1995, a Resolution was adopted, which resolution is identical in form to the directors' resolution set forth in Paragraph 2 shows.

4. That the number of rembers she voted affirmatively for the adoption of said resolution is 5,051, and that the number of combers constituting a purum is 7,500.

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Each of the undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true and correct.

Executed at Pasadema, California, on September 25, 196 ALBERT S. FORTUNE, Se