

[ABC LOCAL CHURCH], INC.
UNANIMOUS WRITTEN CONSENT OF THE DIRECTORS
IN LIEU OF A SPECIAL MEETING

Date

Pursuant to the provisions of the Articles of Incorporation and Bylaws of [ABC Local Church], Inc., hereinafter "Church", the undersigned, being the current Board of Directors of the Church, by written consent without a meeting hereby approve and adopt the following resolutions by unanimous written consent in lieu of a special meeting of the directors of the Church.

I. Amend and Restate Bylaws

WHEREAS, the current Bylaws of the Church vest the corporate powers of the Church in the Board of Directors (the "Board"). Under Article XI of the Bylaws, the Board may amend the Bylaws and new bylaws may be adopted by a three quarters (3/4) majority vote of the Board of Directors of the Church at any regular or special combined meeting of the Board of Directors with the affirmative vote of the Appointed Pastor and Regional/State Overseer.

WHEREAS, the Board has been asked to amend and restate the Bylaws to include clarifications of terms and clarifications of the statement of beliefs evidenced by **Exhibit A: Amended and Restated Bylaws of [ABC Local Church], Inc.**

RESOLVED, by written consent without a special meeting the Board hereby approves and adopts the following amended and restated Bylaws by written consent in lieu of a special meeting of the directors of the Church. **Exhibit A: Amended and Restated Bylaws of [ABC Local Church], Inc.**

This consent was executed and delivered by the undersigned to the Church on the date set forth opposite their signatures, and the action taken hereby was effective on the date first specified above.

DIRECTORS:

Type Name

Date

Type Name

Date

Type Name

Date

Type Name

Date

Type Name

Date

APPOINTED PASTOR:

Type Name

Date

REGIONAL/STATE OVERSEER:

Type Name

Date

EXHIBIT A
AMENDED AND RESTATED BYLAWS
OF
[ABC Local Church], INC.