

By-Laws of
TRINITY PRESBYTERIAN CHURCH, INC.
(d/b/a Trinity Wellsprings Church)

ARTICLE I.

Section 1. The name of the corporation is:
TRINITY PRESBYTERIAN CHURCH, INC.
(d/b/a Trinity Wellsprings Church)

Section 2. Its principal office shall be located in Satellite Beach, Brevard County, Florida

Section 3. Other offices for the holding of meetings of its members of Board of Trustees or for the transaction of business shall be located at such place or places as the Board of Trustees may from time to time establish and determine.

ARTICLE II.

Section 1. Said organization is organized exclusively for charitable, religious and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the United States Internal Revenue Code, or corresponding section of any future federal tax code.

Section 2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in the furtherance of the purposes set forth in Section 1. hereof. No substantial part of the activities of the corporation shall be carrying on of the propaganda or otherwise attempting to influence federal, state or local legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any provision of these by-laws, the corporation shall not carry on any other purposes not permitted to be carried on (a) organized under the non-profit organization laws of the state of Florida, as currently enacted or as may be amended, (b) by corporation exempt from federal income tax under section 501(c)(3) of the United States Internal Revenue Code, or corresponding section of any future federal tax code, or (c) by an organization, contributions to which are deductible under section 170(c)(2) of the United States Internal Revenue Code, or corresponding sections of any future federal tax code.

Sections 3. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the United States Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a local government, for public purpose. Any such assets not disposed of shall be disposed of by the Circuit Court of Brevard County, Florida in which the principal office of the corporation is located, as said Court shall determine, which are organized and operated for such purposes.

ARTICLE III.
Annual Meetings

The Annual meeting of this members of this corporation shall be held at least once each calendar year. Notice of Annual Meetings shall be communicated to the members of the corporation at least fourteen calendar days prior to the meeting.

ARTICLE IV.
Special Meetings

Special meetings of the members of this corporation shall be held whenever called by the Session of the corporation or whenever written application has been made to the Clerk of the Session stating the time, place and purpose of the called meeting. Notice of Special Meetings shall be communicated to the members of the corporation at least fourteen calendar days prior to the meeting.

ARTICLE V.
Quorum of Members

Except as hereinafter provided and as otherwise provided by law any meeting of the members, ten per cent (10%) of the communing members shall constitute a quorum.

ARTICLE VI.
Board of Trustees

A Board of Trustees shall be chosen by ballot at the Annual Meeting of the members of the corporation or at any meeting place held in place thereof as provided by law. The number of Trustees of this corporation shall be not less than three (3) nor more than six (6). The corporation may at its Annual Meeting or at any duly called meeting, provide for the number of special trustees; provided, however, that the first Board of Trustees may be elected for terms from one to three years in order to provide staggered terms of the trustees. Each Trustee shall serve for three years until there successor is duly elected.

ARTICLE VII.
Power of Trustees

The Trustees shall be responsible for the entire management of the business of the corporation.

ARTICLE VIII.
Officers

The Session may in its discretion elect officers for the corporation. These officers may be a President, a Vice President, a Secretary and a Treasurer. The Session may also chose to not elect any officers.

ARTICLE IX.
Power of Officers

At the discretion of the Session, an Officer shall be responsible for the entire management of the business of the corporation.

ARTICLE X.
Resignations and Removals

Any Trustee or Officer of the corporation may resign at any time by giving written notice to the Clerk of the Session. Any such resignation shall take effect at the time specified therein or if the time is not specified therein, upon its acceptance by the Session.

The members of the corporation, at any meeting called for the purpose may vote of a majority of all recorded members remove from office any Trustee elected by the members or other Officers elected or appointed by the members or by the Session. The session may by a vote of not less than a majority of the entire Session, remove from office any Trustee or Officer.

ARTICLE XI. Vacancies

Vacancies in the Board of Trustees shall be filled for the unexpired term by the members of the corporation at a meeting called for that purpose. Vacancies resulting from an increase in the number of Trustees may be filled in the same manner.

ARTICLE XII. Seal

The seal of this corporation shall consist of a circular impression stamped seal bearing the same of the corporation and the word 'Seal.'

ARTICLE XIII. Amendments

These By-Laws may be approved, amended, or added to by a vote of not less than a majority of the members of the corporation present at any of its meetings providing notice of the proposed change or changes.

Any amendment or change in conflict with the existing By-Laws shall require a two third (2/3) vote of the members of the corporation present at a properly called meeting.

ARTICLE XIV. Conformity to ECO: A Covenant Order of Evangelical Presbyterians

Section 1. The By-Laws of this corporation are intended to conform to the requirements of ECO: A Covenant Order of Evangelical Presbyterians, a church denomination, and of the ECO Presbytery exercising the ecclesiastical jurisdiction over the corporation the *Constitution* (the "Presbytery"). As *Rules of Discipline*, respectively, the *Essential Tenets, Polity and Rules of Discipline*, as amended from time to time, collectively constitute the ECO Constitution, which is incorporated in and made for of these By-Laws.

Section 2. This corporation shall constitute the corporation through which the Church shall act legally as described in the *Polity*. These By-Laws set forth provisions for the governance and operation of the corporation. These By-Laws shall at times be subject to the provisions of the Constitution, and the applicable provisions in the Constitution shall take priority over any inconsistent provisions in these By-Laws.