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Department of the Treasury
Internal Revenue Service
EO RULINGS AND AGREEMENTS
PO BOX 2508
CINCINNATI OH 45201

Date of this notice: November 16, 2009
Notice Number: CP-158
Taxpayer Identification Number:
26-0585094

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Advance Ruling Period Ending Date:
June 30, 2012



LIFE CONNECTION MISSION INC
% DALE MOYERS
23 GREY PEBBLE CT
GERMANTOWN MD 20874-3235231

For assistance, call:
1-877-829-5500

032888

Our records indicate that you were issued an advance ruling letter that treated you as a public charity, rather than a private foundation, during an advance ruling period that ends on the date indicated above. That letter required you to file IRS Form 8734 at the end of your advance ruling period to establish that you qualify as a public charity.

New IRS regulations changed the procedures governing your public charity status. You are no longer required to file Form 8734 at the end of the ruling period. The regulations also provide that donors can rely on your advance ruling letter with respect to your public charity status unless the IRS changes that status, based on the organization no longer meeting an applicable public support test, and publishes notice of the change.

If you have received Form 8734 from the IRS, please do not file it. Please keep your advance ruling letter along with this letter for your permanent records.

The regulations also changed the rules for computing public support, consistent with the redesigned Form 990, Return of Organization Exempt from Income Tax. For more information regarding those rules and the redesigned Form 990, please see the IRS website at www.irs.gov/eo.

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: **JAN 31 2008**

LIFE CONNECTION MISSION INC
23 GREY PEBBLE CT
GERMANTOWN, MD 20874

Employer Identification Number:
26-0585094
DLN:
17053361019007
Contact Person:
MARY M SHEER ID# 31255
Contact Telephone Number:
(877) 829-5500
Accounting Period Ending:
June 30
Public Charity Status:
170(b)(1)(A)(vi)
Form 990 Required:
Yes
Effective Date of Exemption:
July 17, 2007
Contribution Deductibility:
Yes
Advance Ruling Ending Date:
June 30, 2012
Addendum Applies:
No

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. During your advance ruling period, you will be treated as a public charity. Your advance ruling period begins with the effective date of your exemption and ends with advance ruling ending date shown in the heading of the letter.

Shortly before the end of your advance ruling period, we will send you Form 8734, Support Schedule for Advance Ruling Period. You will have 90 days after the end of your advance ruling period to return the completed form. We will then notify you, in writing, about your public charity status.

Please see enclosed Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, for some helpful information about your responsibilities as an exempt organization.

If you distribute funds to individuals, you should keep case histories showing the recipient's name and address; the purpose of the award; the manner of

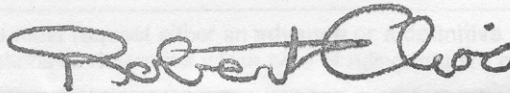
Letter 1045 (DO/CG)

LIFE CONNECTION MISSION INC

selection; and the relationship of the recipient to any of your officers, directors, trustees, members, or major contributors.

We have sent a copy of this letter to your representative as indicated in your power of attorney.

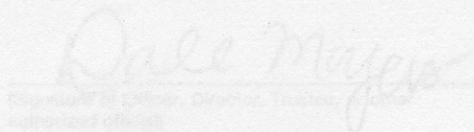
Sincerely,



Robert Choi
Director, Exempt Organizations
Rulings and Agreements

Enclosures: Publication 4221-PC
Statute Extension

For Organization


Dale Meyers
Chairman of the Board, Director, Trustee, or authorized official

Date
Signature
Title or print title or authority, if signed

12/2/07

For IRS Use Only



JAN 31 2008

Request for Definitive Ruling: Check this box if you have completed one tax year or at least 5 full months and you are requesting a definitive ruling. To confirm your public support status, answer the 4(b) if you checked box g in line 5 above. Answer line 6(b) if you checked box h in line 5 above. If you checked box i in line 5 above, answer both lines 6(b) and (c).

(a) Enter 2% of line 9, column (c) on Part IX-A, Statement of Revenues and Expenses.

(b) Attach a list showing the name and amount contributed by each payer, company, or organization whose gifts totaled more than the 2% amount. If the answer is "None," check this box.

(c) For each year amounts are included on lines 1, 2, and 9 of Part IX-A, Statement of Revenues and Expenses, attach a list showing the name of and amount received from each disqualified person. If the answer is "None," check this box.

(d) For each year amounts are included on line 9 of Part IX-A, Statement of Revenues and Expenses, attach a list showing the name of and amount received from each payer, other than a disqualified person, whose payments were more than the larger of (1) 1% of line 15, Part IX-A, Statement of Revenues and Expenses, or (2) \$5,000. If the answer is "None," check this box.

7 Did you receive any unusual grants during any of the years entered on Part IX-A, Statement of Revenues and Expenses? If "yes," attach a list including the name of the contributor, the date and amount of the grant, a brief description of the grant, and explain why it is unusual. ☐ Yes ☒ No

Part X Public Charity Status (Continued)

- e** 509(a)(4)—an organization organized and operated exclusively for testing for public safety. ☐
- f** 509(a)(1) and 170(b)(1)(A)(iv)—an organization operated for the benefit of a college or university that is owned or operated by a governmental unit. ☐
- g** 509(a)(1) and 170(b)(1)(A)(vi)—an organization that receives a substantial part of its financial support in the form of contributions from publicly supported organizations, from a governmental unit, or from the general public. ☒
- h** 509(a)(2)—an organization that normally receives not more than one-third of its financial support from gross **investment income** and receives more than one-third of its financial support from contributions, membership fees, and gross receipts from activities related to its exempt functions (subject to certain exceptions). ☐
- i** A publicly supported organization, but unsure if it is described in 5g or 5h. The organization would like the IRS to decide the correct status. ☐

6 If you checked box g, h, or i in question 5 above, you must request either an **advance** or a **definitive ruling** by selecting one of the boxes below. Refer to the instructions to determine which type of ruling you are eligible to receive.

- a Request for Advance Ruling:** By checking this box and signing the consent, pursuant to section 6501(c)(4) of the Code you request an advance ruling and agree to extend the statute of limitations on the assessment of excise tax under section 4940 of the Code. The tax will apply only if you do not establish public support status at the end of the 5-year advance ruling period. The assessment period will be extended for the 5 advance ruling years to 8 years, 4 months, and 15 days beyond the end of the first year. You have the right to refuse or limit the extension to a mutually agreed-upon period of time or issue(s). Publication 1035, *Extending the Tax Assessment Period*, provides a more detailed explanation of your rights and the consequences of the choices you make. You may obtain Publication 1035 free of charge from the IRS web site at www.irs.gov or by calling toll-free 1-800-829-3676. Signing this consent will not deprive you of any appeal rights to which you would otherwise be entitled. If you decide not to extend the statute of limitations, you are not eligible for an advance ruling. ☒

Consent Fixing Period of Limitations Upon Assessment of Tax Under Section 4940 of the Internal Revenue Code

For Organization

Dale Moyers
(Signature of Officer, Director, Trustee, or other authorized official)

Dale Moyers

(Type or print name of signer)

President

(Type or print title or authority of signer)

(Date)

12/20/07

For IRS Use Only

Robert Choe

IRS Director, Exempt Organizations

JAN 31 2008

(Date)

- b Request for Definitive Ruling:** Check this box if you have completed one tax year of at least 8 full months and you are requesting a definitive ruling. To confirm your public support status, answer line 6b(i) if you checked box g in line 5 above. Answer line 6b(ii) if you checked box h in line 5 above. If you checked box i in line 5 above, answer both lines 6b(i) and (ii). ☐

- (i) (a)** Enter 2% of line 8, column (e) on Part IX-A. Statement of Revenues and Expenses. _____
- (b)** Attach a list showing the name and amount contributed by each person, company, or organization whose gifts totaled more than the 2% amount. If the answer is "None," check this box. ☐
- (ii) (a)** For each year amounts are included on lines 1, 2, and 9 of Part IX-A. Statement of Revenues and Expenses, attach a list showing the name of and amount received from each **disqualified person**. If the answer is "None," check this box. ☐
- (b)** For each year amounts are included on line 9 of Part IX-A. Statement of Revenues and Expenses, attach a list showing the name of and amount received from each payer, other than a disqualified person, whose payments were more than the larger of (1) 1% of line 10, Part IX-A. Statement of Revenues and Expenses, or (2) \$5,000. If the answer is "None," check this box. ☐

- 7** Did you receive any unusual grants during any of the years shown on Part IX-A. Statement of Revenues and Expenses? If "Yes," attach a list including the name of the contributor, the date and amount of the grant, a brief description of the grant, and explain why it is unusual. ☐ Yes ☒ No

**ARTICLES OF INCORPORATION
OF
LIFE CONNECTION MISSION, INC.**

The undersigned, H. Mark Rabin, Esq., whose post office address is 4416 East West Highway, Fourth Floor, Bethesda, Maryland, 20814, and being at least eighteen (18) years of age, does hereby act as Incorporator for the purpose of forming a not-for-profit, non-stock corporation under and by virtue of the general laws of the State of Maryland, and does hereby set forth the following provisions:

FIRST: The name of the corporation (which is hereinafter called the "Corporation") is:

LIFE CONNECTION MISSION, INC.

SECOND: The Corporation is organized for the purpose of providing a quality education to students and improving the quality of life through various ministries in the village of Montrouis, Haiti. The Corporation shall be used exclusively for charitable, religious, literary, scientific and educational purposes as set forth in Section 501(c)(3) of the Federal Internal Revenue Code of 1986, as amended (the "Code"), including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, 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 furtherance of the purposes set forth in these Articles of Incorporation.

THIRD: Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by: (a) a corporation exempt from federal income tax under section 501(c)(3) of the Code, (b) a corporation, contributions to which are deductible under section 170(c)(2) of the Code, or (c) a non-stock corporation organized under the laws of the State of Maryland.

FOURTH: The post office address of the principal office of the Corporation will be 23 Grey Pebble Court, Germantown, Maryland 20874.

FIFTH: The name and post office address of the resident agent of the Corporation in this State is Bethesda Service Company, Inc., 4416 East West Highway, 4th Floor, Bethesda, Maryland 20814. Said resident agent is a corporation chartered in the State of Maryland.

SIXTH: The Corporation shall have no members.

SEVENTH: The Corporation is organized on a non-stock basis. As such, the Corporation has no authority to issue capital stock.

EIGHTH: The number of directors shall be at least three (3) and no more than seven (7) unless modified by the By-Laws of the Corporation. The number of initial Directors is seven (7) and the names and addresses of the people who are to serve as the initial Directors until the first annual meeting or until their successors shall be elected and qualified are:

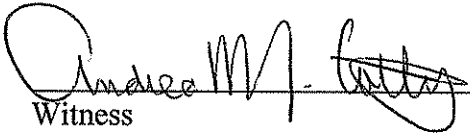
Stephen Keuhn	202 Sunnyside Drive, Trenton, MO 64683
Dale Moyers	23 Grey Pebble Court, Germantown, MD 20874
Leon Martin	828 Pleasantview Drive, Ephrata, PA 17522
Diane Ewing	67 SW Highway W, Trenton, MO 64683
Jeantilien Lucian	13701 Dunbar Terrace, Germantown, MD 20874
Leslie Evidente	PO Box 841, Stephens City, VA 22655
Braxton Keith Will	341 Branch Street, Strasburg, VA 22657

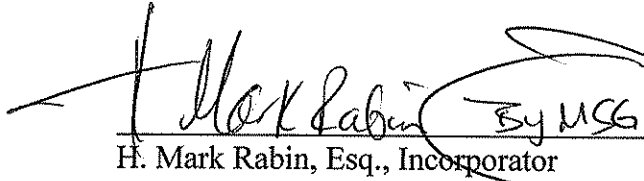
NINTH: The internal affairs of the Corporation shall be governed by the provisions contained in the Corporation's By-Laws. Upon dissolution of the Corporation, any assets remaining after the satisfaction of all corporate liabilities shall be conveyed to either: (a) such organization or organizations as shall be selected by the affirmative vote of a majority of the Directors, provided, however, that such organization or organizations must be recognized as exempt from federal income taxation under Sections 501(c)(3) and 170(c)(2) of the Code, or corresponding sections of any future law, or to (b) a federal, state, or local government for exclusively public purposes. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction for the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization(s) as said court shall determine are organized and operated exclusively for such purposes.

TENTH: The duration of the Corporation shall be perpetual unless sooner terminated in accordance with the provisions of its By-Laws.


- SIGNATURES APPEAR ON FOLLOWING PAGE -

IN WITNESS WHEREOF, I do hereby declare and affirm under the penalties of perjury that the contents of the foregoing Articles of Incorporation are true and correct to the best of my knowledge, information and belief, and have hereunto affixed my signature as my free and voluntary act, all on the 19th day of July, 2007.


Witness


H. Mark Rabin, Esq., Incorporator

**I HEREBY CONSENT TO ACT AS RESIDENT AGENT IN MARYLAND FOR
THE ENTITY NAMED IN THE ATTACHED INSTRUMENT.**


SIGNATURE _____
Neil Gurvitch

Bethesda Service Company, Inc.
PRINT NAME

LIFE CONNECTION MISSION, INC.
INFORMAL WRITTEN CONSENT IN LIEU OF SPECIAL MEETING
OF THE BOARD OF DIRECTORS

The undersigned, constituting all of the Members of the board of directors of Life Connection Mission, Inc., a Maryland non-profit corporation (the "Corporation") do hereby adopt the following resolutions, without meeting, all as the same may be required by the corporate laws of the State of Maryland and which such resolutions shall have the same force and effect as if adopted at a duly called meeting of the Board of Directors of the Corporation:

WHEREAS, Stephen Keuhn has resigned as the President of the Corporation;

NOW THEREFORE,

RESOLVED, that the Board of Directors hereby appoints the following individuals to the officer positions set forth after their names:

Dale Moyers	-	President
Deborah Ransmeier	-	Vice President

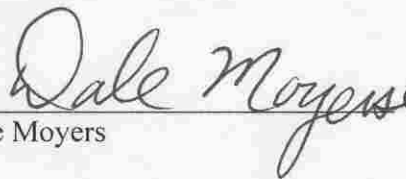
FURTHER RESOLVED, that the By-Laws attached hereto as Exhibit A are hereby adopted as the By-Laws for the Corporation; and be it further

RESOLVED, that the Conflicts of Interest Policy attached hereto as Exhibit B is hereby adopted as the Conflicts of Interest Policy for the Corporation.


IN WITNESS WHEREOF, the undersigned have hereunto affixed their signatures as of the 26 day of November, 2007.

- SIGNATURES APPEAR OF FOLLOWING PAGE -

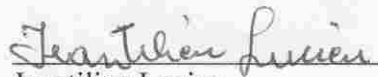
LIFE CONNECTION MISSION, INC.
Informal Written Action

 (SEAL)
Dale Moyers


 (SEAL)
Deborah Ransmeier

 (SEAL)
Leon Martin

____ (SEAL)
Diane Ewing

 (SEAL)
Jeantilien Lucian

 (SEAL)
Leslie Evidente

 (SEAL)
Braxton Keith Will

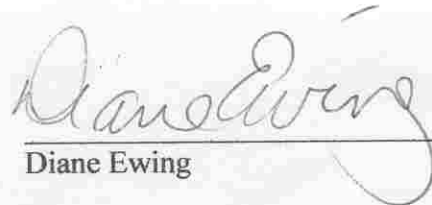
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LIFE CONNECTION MISSION, INC.
Informal Written Action

_____(SEAL)
Dale Moyers

_____(SEAL)
Deborah Ransmeier

_____(SEAL)
Leon Martin

_____(SEAL)
Diane Ewing

_____(SEAL)
Jeantilien Lucian

_____(SEAL)
Leslie Evidente

_____(SEAL)
Braxton Keith Will

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LIFE CONNECTION MISSION, INC.
Informal Written Action

LIFE CONNECTION MISSION, INC.,
a Maryland non-profit, non-stock corporation

BY-LAWS

ARTICLE I

NAMES, SEAL AND OFFICES

Section 1. Name. The name of the corporation is Life Connection Mission, Inc. (the “Corporation”).

Section 2. Principal Office. The principal office of the Corporation is located at 23 Grey Pebble Court, Germantown, Maryland 20874. The principal office may be amended or changed by the Board of Directors (the “Board”).

Section 3. Registered Office. The registered office of the corporation required by the State of Maryland to be maintained in the State of Maryland may be, but need not be, identical with the principal office in the State of Maryland, and the address of the registered office may be changed from time to time by the Board.

ARTICLE II

BOARD OF DIRECTORS

Section 1. Election. The business and property of the Corporation shall be managed and controlled by the Board. The members of the Board shall be elected by the remaining Board members to hold office until the expirations of their term of office or until the election and qualification of their respective successors, except as otherwise provided in these By-Laws for filling vacancies. The members of the Board, other than the initial Board of Directors shall be elected annually.

Section 2. Numbers. The number of directors of the Corporation shall consist of no less than three and no more than seven individuals.

Section 3. Duties, Powers and Committees.

- a) The Board shall be responsible for the control and management of the affairs, property and interest of the Corporation, for keeping the organization informed of all activities of the Corporation, and for making recommendations and suggesting programs.
- b) The Board may create and appoint committees to conduct the Corporation's affairs.

Section 4. Annual Meetings. The annual meeting of the Board shall be held at the Corporation's principal office in Germantown, Maryland or at such other place within the State of Maryland as may from time to time be selected by the Board, on the date in each year designated by the Board, and at the time stated in the notice thereof, for the purpose of electing directors and officers for the ensuing year and for the transaction of such other business as may properly be brought before the meeting.

Section 5. Special Meetings Notice. Special meetings of the Board may be called by or at the request of the President or a majority of the members of the Board. The President or the majority of the members of the Board calling the special meetings may fix any place and date within the State of Maryland, as the place for holding the special meeting.

Section 6. Quorum. A majority of the members of the Board shall constitute a quorum for the transaction of business, and all actions of the Board shall be taken by a majority vote.

Section 7. Teleconference Meeting. Any meeting of the Board may be held by telephone or other telecommunications means so long as directors can hear the others and participate in the discussion.

Section 8. Vacancies. Any vacancy in the Board shall be filled for the unexpired portion of the term by a majority vote of the remaining directors, at any special meeting of the Board called for that purpose.

Section 9. Removal of Directors. Any Director may be removed from office by the affirmative vote of a majority of the full membership of the Board, at any regular or special meeting called for that purpose, with or without cause. Any such Director proposed to be removed shall be entitled to at least five (5) days notice in writing by mail of the proposed removal and of the meeting time and place at which such removal is to be voted upon and shall be entitled to appear before and be heard at such meeting.

Section 10. Chair. At all meetings of the Board, the President or Vice-President, or in their absence a chair chosen by the Directors present, shall preside.

Section 11. Contracts and Services. The Board may be interested directly or indirectly in any contract relating to or incidental to the operations conducted by the Corporation, and may freely make contracts, enter transactions, otherwise act for and on behalf of the Corporation, notwithstanding that they may also be acting as individuals, or as trustees of trusts, or as agents for other persons or corporations, or may be interested in the same matters as stockholders, directors, or otherwise; provided, however, that any contract, transaction or act on behalf of the Corporation is a matter in which the Board is personally interested as stockholders, directors or otherwise shall be at arm's length with full disclosure of such interest to the Board, and not violative of the prescriptions in the

certificate of incorporation against the Corporation's use or application of its funds for private benefit.

Section 12. Compensation. Members of the Board shall not receive any stated salary for their services as such, but by resolution of the Board a fixed reasonable sum or expenses of attendance at each regular meeting or special meeting of the Board. The Board shall have power in its discretion to contract for and to pay to directors rendering unusual or exceptional services to the Corporation special compensation appropriate to the value of such services.

Section 13. Presumption of Assent. A member of the Board who is present at a meeting of the Board at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his dissent shall be entered in the minute of the meeting or unless he shall file his written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the Secretary of the Corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a member of the Board who voted in favor of such action.

Section 14. Action by Unanimous Written Consent. If and when the member of the Board shall, severally or collectively, consent in writing to any action to be taken by the Corporation either before or after the action is taken, such action shall be as valid a corporate action as though it had been authorized at a meeting of the Board and the written consents shall be filed with the minutes of the proceedings of the Board.

ARTICLE III

OFFICERS

Section 1. Positions, Qualifications, Election and Term of Office.

- a. The officers of the Corporation shall be a President, one, more or no Vice Presidents (the number thereof to be determined by the Board), a Secretary, and a Treasurer, each of whom shall be elected by the Board. Such other officers and assistant officers as may be deemed necessary may be elected by the Board from time to time. Any two or more offices may be held by the same person, except the offices of President and Vice President.
- b. The officers of the Corporation shall be elected annually by the Board. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided.

Section 2. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board for the unexpired portion of the term.

Section 3. President. The President shall be, subject to the control of the Board, in general supervision and control of all of the business and affairs of the Corporation. He shall, when present, preside at all meetings of the Board. He may sign, with the Secretary or any other proper officer of the Corporation thereunto authorized by the Board, any deeds, mortgages, bonds, contracts, or other instruments which the Board has authorized to be executed, except in cases where the signing and

execution thereof shall be expressly delegated by the Board or by these By-Laws to some officer or agent of the Corporation, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board from time to time.

Section 4. Vice President. In the absence of the President or in the event of his death, inability or refusal to act, the Vice President (or in the event there be more than one Vice President, the Vice Presidents in the order designated at the time of their election, or in the absence of any designation, then in the order of their election) shall perform the duties of the President, and when so acting, shall have all powers of and be subject to all the restrictions upon the President. Any Vice President shall perform such other duties as from time to time may be assigned to him by the President or by the Board.

Section 5. Secretary. The Secretary shall: (a) keep the minutes of the Board's meetings in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; (c) be custodian of the corporate records and of the seal of the Corporation and see that the seal of the Corporation is affixed to all documents the execution of which on behalf of the Corporation under its seal is duly authorized; and (d) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board.

Section 6. Treasurer. If required by the Board, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board shall determine. He shall: (a) have charge and custody of and be

responsible for all funds and securities of the Corporation; receive and give receipts for moneys due and payable to the Corporation from any source whatsoever, and deposit all such moneys in the name of the Corporation in such banks, trust companies or other depositories; and (b) in general perform all of the duties as from time to time may be assigned to him by the President or by the Board.

Section 7. Removal. Any officer or agent elected by the Board may be removed by the Board whenever, in its judgment, the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

ARTICLE IV

CONTRACTS, LOANS, CHECKS AND DEPOSITS

Section 1. Loans. No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness issued in its name unless authorized by a resolution of the Board. Such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, Etc. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agents or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board.

Section 3. Deposits. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board may select.

ARTICLE V
WAIVER OF NOTICE

Whenever any notice is required to be given to any director of the Corporation under the provisions of these By-Laws or under the provisions of the Articles of Incorporation of the Corporation or under the provisions of the Maryland Nonstock Corporation Act, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE VI
AMENDMENTS

These By-Laws may be altered, amended or repealed and new By-Laws may be adopted by the Board, by the vote of a majority of the Directors present at any annual, regular, or special meeting of the Board, at which a quorum is present.

ARTICLE VII
CONFLICTS

Any article or section of these By-Laws now, or as amended, which is in conflict with the Articles of Incorporation of the Corporation or the laws of the State of Maryland or such other place as this Corporation may conduct its business, shall cause such By-Laws article or section to be ineffective insofar as it does conflict, and such provision of the Articles of Incorporation or Statute shall be substituted therefore. Any articles or section of these By-Laws, unless and until amended, which is in conflict with an act or resolution of the Board or officers, shall take precedence over such act or resolution.

ARTICLE VIII

INDEMNIFICATION OF OFFICERS AND DIRECTORS

The Corporation shall indemnify each and every of its members of the Board and former members if the Board and any persons who may have served at its request as a member of the Board of another Corporation in which it owns shares of capital stock or of which it is a creditor against expenses actually and necessarily incurred by them in connection with the defense of any action, suit, or proceeding in which they, or any of them, are made parties, or a party, by reason of being or having been members of the Board, except in relation to matters as to which any such person shall be adjudged in such action, suit or proceeding to be liable for gross negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other right to which those indemnified may be entitled under any agreement.

LIFE CONNECTION MISSION, INC. CONFLICT OF INTEREST POLICY

Article I. Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization's (Organization) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article II. Definitions

1. **Interested Person.** Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
2. **Financial Interest.** A person has a financial interest if the person has, directly or indirectly, through business, investment or family:
 - a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement.
 - b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
 - c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration, as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article III. Procedures

1. **Duty to Disclose**

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. **Determining Whether a Conflict of Interest Exists**

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violation of the Conflicts of Interest Policy

- a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member the opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making a further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV. Records of Proceedings

The minutes of the governing board or committees with board delegated powers shall contain:

1. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest actually existed.
2. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Article V. Compensation

1. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
2. A voting member or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
3. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI. Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

1. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
2. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VII. Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

State of Maryland
Department of
Assessments and Taxation

Charter Division



Martin O'Malley
Governor

C. John Sullivan, Jr.
Director

Paul B. Anderson
Administrator

Date: 07/19/2007

SELZER GURVITCH RABIN & OBECNY, CHARTERE
SUITE 400
4416 EAST WEST HIGHWAY
BETHESDA MD 20814

THIS LETTER IS TO CONFIRM ACCEPTANCE OF THE FOLLOWING FILING:

ENTITY NAME : LIFE CONNECTION MISSION, INC.
DEPARTMENT ID : D12032827
TYPE OF REQUEST : ARTICLES OF INCORPORATION
DATE FILED : 07-17-2007
TIME FILED : 04:54 PM
RECORDING FEE : \$100.00
ORG. & CAP FEE : \$20.00
EXPEDITED FEE : \$50.00
FILING NUMBER : 1000361995048885
CUSTOMER ID : 0001996107
WORK ORDER NUMBER : 0001439145

PLEASE VERIFY THE INFORMATION CONTAINED IN THIS LETTER. NOTIFY THIS DEPARTMENT IN WRITING IF ANY INFORMATION IS INCORRECT. INCLUDE THE CUSTOMER ID AND THE WORK ORDER NUMBER ON ANY INQUIRIES. EVERY YEAR THIS ENTITY MUST FILE A PERSONAL PROPERTY RETURN IN ORDER TO MAINTAIN ITS EXISTENCE EVEN IF IT DOES NOT OWN PERSONAL PROPERTY. A BLANK RETURN WILL BE MAILED BY FEBRUARY OF THE YEAR FOR WHICH THE RETURN IS DUE.

Charter Division
Baltimore Metro Area (410) 767-1350
Outside Metro Area (888) 246-5941

301 West Preston Street-Room 801-Baltimore, Maryland 21201-2395
Telephone (410)767-1950 / Toll free in Maryland (888)246-5941
MRS (Maryland Relay Service) (800)735-2258 TTY/Voice- Fax (410)333-7097

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CACCP

**Internal Revenue Service**

DEPARTMENT OF THE TREASURY

The
Digital
Daily

Federal Tax ID / EIN

This is your provisional Employer Identification Number:

26-0585094

Today's Date is: July 25, 2007 GMT

You will receive a confirmation letter in U.S. mail within fifteen days.

The letter will also contain useful tax information for your business or organization.

If you have input any of the information on your application in error, please wait seven days and contact the EIN Toll Free area at 1-800-829-4933, Monday - Friday, 7:30am - 5:30pm. If you do not want to call, please make corrections on the letter you receive confirming your EIN and return it to the IRS.

If you are going to complete other on-line applications that require your Employer Identification Number(EIN) you can copy it by performing the following steps:

- 1) Use your mouse to highlight your EIN (blue number on top of page) by moving your pointer on top of the number.
- 2) Press the Ctrl key at the same time pressing the C key.

Once you copy your EIN you can paste it in the appropriate place by pressing the Ctrl key at the same time pressing the V key.

You may click on the buttons below for different print options or to fill out another Form SS-4.

[Review and Print Form SS-4](#)[Fill Out Another Form SS-4](#)

[Click here](#) to return to the Internet Employer Identification Number landing (start) page.

7/25/2007