

# **Restated Articles of Incorporation**

In compliance with Chapter 617, F.S. (Not for Profit)

## **Article 1. Name**

The name of this corporation shall be:

EMNR, Inc.

The business of the corporation may be conducted as “Evangelical Missions to Non-Christian Religions” or as “EMNR Inc.” or as “EMNR”.

## **Article 2. Address**

The principal place of business address is:

EMNR, Inc.  
11570 San Jose Blvd Suite 4  
Jacksonville, FL 32223-7906

The mailing address of the corporation is:

EMNR, Inc.  
PO Box 600998  
Jacksonville, FL 32260-0998

## **Article 3. Purpose**

### **3.1 Purpose**

EMNR, Inc. shall be operated exclusively for such religious, charitable, and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, as amended, or under any corresponding provisions of any future Federal tax code.

This corporation is organized as a voluntary fellowship and coalition of Christian churches, outreach ministries, missionary agencies, informal groups, and individual Christian believers. Such churches, ministries, and believers wish to bring the message of the Bible and the Gospel of Jesus Christ to people affected by non-Christian or pseudo-Christian religious movements. Our concerns include any beliefs or practices that undermine historic Christian orthodoxy and orthopraxis. We confess and promote the following items of classic and evangelical Christianity:

- (a) The sixty-six books of the Holy Bible are our final and inerrant authority for faith and practice;
- (b) In the doctrine of the Trinity, that there only one God who subsists as three eternal Persons;

- (c) That Jesus Christ is God incarnate, fully human and fully divine, having two natures in one Person;
- (d) That one of the outcomes of his Atonement is a penal, substitutionary sacrifice for our sins;
- (e) That the Lord Jesus rose from the dead in the same physical body in which he died, albeit glorified and immortal, and that he personally will return to earth in his physical body; and
- (f) That truly believing in Jesus Christ as Savior and Lord brings justification and eternal life.

We acknowledge *The Lausanne Covenant*, issued in Lausanne, Switzerland, in 1974 at the International Congress on World Evangelization, as a foundational document, expressing what is expected from those who identify themselves as Christians committed to evangelism, extending the Gospel of the Lord Jesus Christ to the whole world. The *Manual of Ethical and Doctrinal Standards of EMNR* provides our guidelines for Christian ethics and conduct in this field of ministry.

The mission of EMNR is to recognize, encourage, and strengthen responsible ministry to non-Christian religions. This does not restrict us from investigating or analyzing contemporary social issues, philosophies, and practices that impinge on Christian life and consistent theology.

### **3.2 Duration**

The period of duration of the corporation is perpetual.

## **Article 4. Non-Profit Nature**

### **4.1 Non-profit Nature**

EMNR, Inc. is designated as a non-profit corporation and 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 Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of EMNR, Inc. 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 furtherance of the purposes set forth in the purpose clause hereof.

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

EMNR, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational, religious, and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to

any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

## **4.2 Personal Liability**

No director, including the Executive Director, of this corporation shall be personally liable for the debts or obligations of EMNR, Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

## **4.3 Dissolution**

Upon termination or dissolution of the corporation, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of EMNR, Inc. hereunder shall be selected by the discretion of a majority of the board of directors of EMNR, Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against EMNR, Inc. by one or more of its board members, which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

## **4.4 Prohibited Distributions**

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 3, Section 3.1.

## **4.5 Restricted Activities**

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

This organization may not loan money to any director, officer, agent, or external party, even if the loan will be repaid with interest.

## **Article 5. Board of Directors**

### **5.1 Governance and number**

EMNR, Inc. shall be governed by its board of directors. Members of the board of directors shall be elected according to the Bylaws.

The board of directors must consist of three or more individuals, who must be at least 18 years of age. Further provisions for election, succession, and removal are given in the Bylaws.

### **5.2 Officers**

The board of directors shall have three or four officers who must be members of the board of directors: a President, a Vice President, a Secretary, and a Treasurer. The offices of Secretary and Treasurer can be held by a single person, but other offices cannot be combined. Officers shall be elected according to the corporation's Bylaws.

The Executive Director is the chief executive officer of the corporation, and may or may not be a member of the board of directors.

### **5.3 Initial Directors and Officers**

There are ten (10) initial directors of EMNR. The electronic Articles of Incorporation provided room for only six names. The following list is a correction, not an addition of new board members:

L.L. ("Don") Veinot, Jr.                      (President)  
9406 Creekside Drive  
Wonder Lake, IL 60097-7549

Bill Honsberger                                  (Vice President)  
24563 E. Crestridge Place  
Aurora, CO 80016-4278

Eric Pement                                      (Secretary and Treasurer)  
8804 Townsquare Dr. S  
Jacksonville, FL 32216-0537

James Bjornstad  
2931 Murdock Rd  
Cedarville, OH 45314-9534

Hershel Wayne House  
1638 Neal St  
Navasota, TX 77868-3232

Janice Lyons  
163 Hawkins Farm Rd  
Pisgah Forest, NC 28768-7779

Bill McKeever  
11696 S Littler Road  
Sandy, UT 84092-5765

R. Philip Roberts  
900 Augusta Circle  
Woodstock, GA 30188-2310

Bob Stewart  
3939 Gentilly Blvd  
New Orleans, LA 70126-4858

James Walker  
5106 Oak Gate Ct.  
Arlington, TX 76016-6274

## **Article 6. Membership**

Other than the board of directors, EMNR, Inc. shall have no members (individuals or organizations) with voting privileges, rights, or authority to control the affairs of the corporation, nor title or financial interest in the corporation or its properties. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

## **Article 7. Amendments**

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

## **Article 8. Registered Agent**

The registered agent of the corporation shall be:

Eric Pement  
11570 San Jose Blvd Ste 4  
Jacksonville, FL 32223-7906

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

## **Article 9. Article Consolidation**

These adopted, restated articles of incorporation consolidate all amendments and corrections into a single document. They entirely replace and supersede the original, electronic Articles of Incorporation filed with the Florida Department of State on September 24, 2021.

## **Article 10. Required Adoption Information**

The restated articles of incorporation in this document were adopted by the board of directors of EMNR, Inc.

*I submit this document and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided in section 817.155, F.S.*

Date: \_\_\_\_\_

Signature: \_\_\_\_\_

Name: Eric Pement

Titles: Director, Secretary/Treasurer, and Executive Director