

Philadelphia

A Declaration of Trust

FOR VALUE the undersigned trustors hereby declare a trust entitled Philadelphia (in honor of the church at Philadelphia written about in the Revelation of John, before which the Lord set forth an open door no man can shut) for the purpose of creating local church mission fellowships as set forth herein, identifying initial trustees, initial corpus, and beneficiaries in accordance with controlling law this 27th day of July in the Year of Our Lord 2004, stating:

This trust is established exclusively to provide mechanisms for religious and charitable activities dedicated to the Creator of ourselves and the universe in which we live, the God whose name is יהוה, the One who is and was and always shall be, Father of Jesus of Nazareth, forever the only Christ, and to the publication and practice of Christ's Gospel according to our written records and inspired revelation, limited only by the terms and conditions hereof.

This trust and all property held hereby, real or personal, tangible or intangible, and wherever situate, shall at all times during the life of the trust be used exclusively to promote the Gospel of Christ by words of truth demonstrated in action that is charity toward all, and no part thereof shall inure to the benefit of any individual or legal entity other than this trust and for its restricted purposes set forth herein. No part of the trust or its property shall be used for any commercial purpose. No trustee or other person acting for, on behalf of, or by permission or provision of any trustee shall receive remuneration of any kind for goods or services related to or arising from the use of this trust or its property, nor shall any trust property be used to generate income for any individual or legal entity by salary, donations, tithes so-called, love offerings, or compensation for goods or services. All trust property held and received shall be used exclusively to promote the publication and practice of Christ's Gospel including but not limited to tangible as well as spiritual benefits to members of local communities at large, who are the beneficiaries of this trust, and all such benefits, tangible and spiritual, shall at all times be provided freely without charge according to scripture without exception.

The trustors direct the trustees to establish on real property held by the trust outreach and support ministries in the Name of יהוה that are consonant with the message given in the Book of Malachi, where the prophet writes that יהוה desires us not to rob the tithe but to bring the tenth of our increase into a storehouse where there may be provision of food and the other necessities of life for people in our local community and the world at large, regardless of their religious persuasion. Thus tithes, offerings, goodwill of donors wishing to support purposes of this trust shall never be used to provide salaries or other financial subsistence for those who labor with us to promote the purposes of this trust, nor shall anyone be permitted to use this trust or its assets to make a business of the Gospel by charging or soliciting pay for services we are bound by love to provide without charge, as even the scriptures admonish us together.

The trustors direct that every use of this trust and of all property held by this trust be forever dedicated, in addition to other purposes set forth herein, to promote that understanding of the Gospel set forth in the Second Chapter of Paul's Epistle to the Ephesians, wherein he writes that eternal salvation and the value and enjoyment of life itself is given through Faith in Love displayed for us at Calvary, Hope sealed sure at the Empty Tomb, and true Charity planted in our hearts by the free gift of Grace through the indwelling incarnate Christ who

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lives in all who pray in faith and receive with thanksgiving. The power unto righteousness and eternal salvation is not of ourselves, lest any man should boast or make himself of some reputation to rise above another contrary to the Wisdom of Christ who calls us to be co-equal in all things, heirs together of this Promise in every regard, obligated to the Call of Christ, who entreats us all to humbly submit ourselves one to another in brotherly love unfeigned by the blindness of self-deceit and untainted by the deception of worldly self-interest.

The initial beneficiaries of this trust include all who are oppressed by doubt, fear, and the distractions of worldly promises that resist the Grace of יהוה, residents and inhabitants in all the world where use of illegal drugs, prostitution, and morbid sense of disenfranchisement promote poverty and crime. The trustors direct the trustees to ameliorate suffering wherever a wise administration of this trust and its assets permits, having a prescience toward the future of the trust and its continuance so not to unnecessarily or prematurely eviscerate the trust's efficacy by precipitous acts however well-intentioned. The continuance of the trust shall in all circumstances be given first priority so the trust may persevere against the enemies of Christ.

The trustors direct the trustees to provide, insofar as wise administration of the trust permits, places of safe harbor and peace in the form of real property held in trust and managed for the use and benefit of all beneficiaries of this trust, whereon the Name of God, יהוה, shall be proclaimed and made to be better understood, where the Gospel of Christ and life-changing transformation the Gospel has already worked in the hearts of the trustors hereof may bring hope and strength to multitudes in due course as a result of that conversion of hearts for which this trust is dedicated.

It is the intent of the trustors and each of them that the beneficiaries of this trust and all who learn of its work discover hereby that there is in this world a Law that never changes, a Hope that embraces all mankind, and a Love that never fails in the mysterious incarnation of the Life of Christ that begins and grows in hearts and souls of all who are drawn to confess there is but One Christ, One Baptism, One Faith. All are found in the marvelous Truth of יהוה in Christ and Christ in US. It is for such people and for all who will be touched by the Grace of יהוה that this trust is dedicated, declared, and funded that all may know this work is not for any purpose other than the benefit for which the terms and conditions hereof are declared, so no man nor set of men may ever derive any financial or property benefit for self as a result hereof but, rather, that the Gospel may be given freely without hindrance of any kind, as Paul encourages in the 9th Chapter of his First Epistle to the Church at Corinth and as Christ's friend Peter the fisherman encourages in the 5th Chapter of his First Epistle.

The trustors pray earnestly that the God we wish to honor by this work will enlighten and empower all who serve as trustees hereafter to hold fast to this purpose, eschewing every innovation or tincture of men's traditions or innovations that might attenuate or pollute this purpose in any way, holding this trust in יהוה for the uplifting of Christ Jesus so all may be more quickly and more surely drawn to יהוה and to the soul-saving Grace forevermore.

The trustees shall endeavor to keep local ministries small enough that 7 trustees can meet the necessities of the ministry and, when the local ministry begins to grow beyond this size, the trustees shall seek other locations and real property to establish similar ministries as sub-trusts or separate trusts governed by the same terms and conditions as govern this trust, so that an orderly expansion of the ministry of this trust will be promoted rather than an attempt to cause the local ministry to grow beyond the limits of that which can be managed by 7

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trustees. It is not the purpose of this trust to create large public assemblies but, rather, to foster small family and community-oriented ministries in a growing number of locations where the spiritual and physical needs of individuals can be dealt with one-on-one. The trustees shall have no power to hire or appoint “ministers” to rule the laity but, rather, shall exercise best efforts to promote every member of the laity to a position of active priesthood by encouragement, guidance, and personal attention to the talents of every soul who shall be brought to the attention of the trust and its ministries. Rather than lifting teachers to instruct the laity, the trustees shall undertake to lift the laity to receive that instruction that is received only by the direct revelation of the inner anointment of Christ’s Holy Spirit planted in the heart of those who’ve been transformed by the mysterious work of יהוה begun and finished by Christ alone, not men, however wise. The trustees are commanded to submit themselves to all persons as their equals, separated only by the obligations they assume by agreeing to be bound by the terms hereof, and not in any way allowing themselves or any others involved with ministries of this trust to be elevated in any way above the least of those whom Jesus loves. The title of this trust is Philadelphia, brotherly love, and in brotherhood there is but one Father, the One whose name is יהוה and no other. We are called to brotherhood by Him who condescended to be one of us in the flesh, made by His Sacrifice the first of many brethren. Thus brothers we are, and so the trustees are charged to promote true brotherhood in Christ by submitting themselves to be a brother to every soul, regardless of social station, talent, comeliness, or other badge by which this world judges the least whom Jesus loves. None shall be excluded from the fellowship intended by this trust but those who openly refuse to abide in peace with us. Indeed, the presence of rage and rebellion are evidence of that inner fear we are called to comfort in everyone who comes to us, by the witness of Christ’s Power in Love with the Wisdom that is pure, peaceable, gentle, easy to be entreated, full of mercy and every good work. Let everyone come to us who will come and cast none away but those whom we fail by our own lack of that Wisdom from above that wins all hearts when Christ is truly lifted up. Let there be no exclusivity among us, no hierarchies, no divisions. Let us minister to this world from open hearts without guile or hidden motives, loving what Jesus loves, hating the false spirits Jesus hates, discerning the difference, and for all purposes standing as brothers to give account of the Hope that dwells within us by Christ’s Grace and Truth.

In regard to government, the trustees shall encourage the beneficiaries to manage themselves in accordance with Robert’s Rules of Order so that views of the minority are heard while the wishes of the majority are realized consonant with the purposes of this trust which shall control all things regardless of the wishes of majorities or minorities. The trustees shall promote open discussion of all matters, afford everyone a fair hearing with reasonable notice, and prevent the rise of individuals who would abuse the benefits of this trust by lording over the laity in any way. In everything let the Order and Rule of Christ alone be paramount, so each of us may worship and serve together as equals. The trustees shall only impose their authority in those matters where it is essential for protection of the purposes of this trust, and in that regard only to the extent absolutely necessary. We trust truth will guide us to perform the will of יהוה as we acknowledge none of us knows all and that the least among us is indeed the greatest, our vision for fellowship. Let those who seek to lead first show their faithfulness by lifting others, for in this true Christian leadership is found. Let us be guided in all things by the Love and Wisdom of Christ, so we need not suffer the disappointment and division that is too commonplace where men command. Let Christ command us as we pray for that Grace we need to be obedient.

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The various general ministries of this trust shall be performed and carried out by all who are willing to further the purposes of this trust in accordance with conditions and terms hereof, subject only to the consent of the trustees who themselves shall at all times be subject to every term and condition of this declaration of trust and constantly mindful of its purpose.

Let our doctrine of fellowship be as Paul believed adequate, Christ and Him crucified, dead, buried, risen again, alive forevermore, Prince of Peace, King of Kings, the Only Christ, in Whom are hidden all the treasures of wisdom, knowledge, life, peace, and true prosperity. Let us not be divided into camps by various theological theories or opinions. Let us purpose to avoid disputations as to interpretation of scripture, acknowledging one to another that only the One whose Name is יהוה knows the ultimate meaning and purpose of our records of Christ, and each of us is subject to error caused by nescience that deceives the most knowledgeable of men by that lack of knowledge we don't know we lack. By doing this, we shall be justified in our sayings and overcome when we are judged. Let us share what we know and let Christ's Holy Spirit convince hearts to His Purpose. Above all, let us make peace so we may sow the fruit of righteousness, rather than contending over opinions or intruding into those things we have not seen, vainly puffed up by our fleshly minds.

Ministries supported and administered pursuant to this trust shall provide for full and unfettered fellowship between persons of every age, gender, race, national origin, and opinion public or private. There shall be provided separate times when men meet with men, women with women, men with women absent children, and men with women and children in public fellowship that shall, in every way consonant with the terms, conditions, and purposes of this trust, promote enjoyment of life, encouragement, comfort, and a sense of belonging to a group that endeavors to avoid the all-too-common social stratification that eviscerates the Power of the Gospel in other ministries. The trustees shall promote all forms of fellowship, without imposing on any the restrictive spirit that characterizes those meetings led or controlled by men who (like Diotrefes written about by John in his 3rd letter) love the preeminence, quenching the still small voice of the Holy Spirit that we should listen for in all persons who confess their love for Christ. Let us seek above all things to lift the lowly, to hear from the meek, and to learn and be enlightened by Truth that is never the exclusive possession of one man or set of men but is given to all in different measure so everyone has something of value to share. We need not men to teach us, for the Teacher we have is the Spirit of Truth, who lives within us and continues to transform us by the Will of Christ. His Spirit within us is our Hope of Glory. He cannot lie, nor has He any purpose but to lift our Sacrificial Lamb so all may see His Wounds and His Eternal Victory over darkness and death.

Let us be steadfast in our vigil against innovation or amendment of our purpose. Let us counsel one another to resist every spirit that would seek to establish lordship over the laity in any way, seeing we are all priests according to the dispensation of the New Covenant we've received by Christ's Blood, so none is above another. The greatest is servant of us all. Let us hold fast to this truth, our strength in Christ, our unfeigned love that overcomes the world. As He loved us, the Father condescending to be our brother, so let us love all who come to us for fellowship and aid in time of need – lifting them, instead of instructing them.

There shall at all times be not less than one trustee, no more than 13, and optimally 7. When a trustee becomes unwilling or unable to serve, the remaining trustees shall forthwith elect a successor by majority vote committed to a dated writing signed by all then trustees. If at any time there shall be no trustees remaining to administer the trust, then a court of

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competent jurisdiction may be petitioned by any interested person to appoint trustees so there are not fewer than 3 trustees who shall forthwith elect co-trustees so there are at least 7 trustees and not more than 13. The trustees shall endeavor to number 1, 3, 5, 7, 9, 11, or 13, rather than an even number, and in the event an even number of trustees shall be unable to resolve a matter, they are directed to elect an additional trustee to break the tie.

The trustees shall meet no less often than monthly on the first Sunday of each month. At all such meetings a written record signed and dated by all trustees shall be made of the work transacted and decisions made at such meeting. All power to administer the assets of this trust shall be reposed exclusively in the trustees who may from time-to-time delegate powers to others provided that no such delegated power shall be irrevocable nor infringe upon the duties of the trustees as set forth herein. If all trustees cannot convene at a common place, they may hold their meetings electronically, provided always that no such meeting shall be of any effect unless a majority of the trustees attend (electronically or otherwise) and the work and decisions be committed to a dated writing signed by them all.

A majority of the trustees may by unanimous vote remove a trustee who habitually fails or refuses to abide by the terms of this declaration or for any other reason deemed by them reasonable, lawful, and just, provided always that such trustee shall have actual notice of a hearing and be given a reasonable opportunity to be heard. No action shall be taken unless the entirety of such hearing is transcribed and signed by all voting trustees attesting to its truth and accuracy. The transcript shall become a fixed and permanent record of the trust, and a true copy thereof shall be tendered to the removed trustee.

Trustees shall have all powers granted to trustees generally, within the conditions and terms of this declaration, including without limitation the power to sue and defend lawsuits in the name of the trust and for that purpose to employ attorneys or other professionals necessary for litigation consonant with terms and conditions hereof; to hold and manage all forms of property in the name of the trust (including depository accounts, policies of insurance, and such other intangibles as necessary to the purposes of the trust); to lease, sell, give, and donate property consistent with the terms and conditions hereof; and in general to transact business at arms length with third parties (including any government agency or office) consistent with the terms and conditions hereof. In taking any such action, however, the trustees shall abide by all conditions and terms of this declaration and exercise every reasonable measure available to protect the trust and its assets.

The trustees shall see to making and safe-keeping accurate records of all transactions in trust property and all uses thereof, including without limitation a general ledger, income and balance sheets, cash journals, and such other records as may be necessary to protect the trust and carry out its purposes, including written minutes of all meetings of trustees dated and signed by all trustees in attendance. All such records shall be available for inspection by any interested person upon reasonable prior notice and request, however cost of copying records shall be paid in advance by all who demand copies, and the trustees may charge a reasonable fee for retrieving such records and for providing for their reasonable inspection.

A majority of the trustees shall constitute a quorum, and all decisions shall be made by majority vote of the quorum, provided always that no business of the trust shall be transacted without the trustees' express written authority. No business shall be transacted unless all then trustees have actual prior notice and are afforded a reasonable opportunity to participate fully

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in the decision-making process. Trustees may participate in decision-making by conference phone, fax, email, or such other reasonably secure media for communications, provided that all information reasonably necessary to reach a decision consistent with the purposes, terms, and conditions hereof shall be fully shared with all trustees a reasonable time prior to their making any decision.

No person shall be or become a trustee unless he or she shall have declared in a signed and dated writing that he or she has read and agrees to abide by the terms and conditions hereof, that he or she believes and pledges to uphold and further the purposes hereof, and that he or she will submit a formal resignation by signed and dated writing at any time when he or she believes himself or herself unable to continue in good faith as trustee pursuant to terms and conditions herein set forth.

This trust shall exist from the date of the execution hereof until that date one day prior to the expiration of 360 years from date of execution or the longest period such trusts may be permitted to exist pursuant to controlling law as of the date of execution or such later date as may hereafter be permitted by amendment or other revision of controlling law.

This trust shall at no time encumber itself or its property with debt or other obligation chargeable against assets or income of the trust. All outside services, such as (but not limited to) utilities, construction, repairs, or other like services and goods associated therewith shall be paid or tendered to a bonded escrow in advance by cash or otherwise provided for in full so at no time shall any obligation, legal or equitable, encumber the trust's assets in any way.

The trustees shall have no power to donate assets of this trust for the use of ministries, however constituted, that are not dedicated to the same principles and governed by the same conditions and terms that govern this trust, nor shall they otherwise convey, pledge, or in any way alienate or encumber assets of this trust for any purpose other than is consonant with the conditions and terms of this trust. The trustees shall not have power to compensate preachers, ministers, musicians, missionaries, speakers, actors, performers, nor any other entity or person who desires or demands compensation for rendering services to this trust or to those for whom this trust is established. All such services not rendered gratuitously shall be refused. The only exception to this restraint is payment for necessary services such as utilities, repairs, and such maintenance of trust assets that cannot be obtained gratuitously, and all such shall be paid or tendered to a bonded escrow in advance so as to avoid liabilities chargeable against the assets of the trust, as set forth more fully hereinelsewhere. In general, all assets acquired by the trust shall be used exclusively for the ministries of the trust and be expended in such manner as will allow the trust to grow and multiply through the creation of sub-trusts or separate trusts established in diverse places pursuant to the same conditions and terms as those that govern this trust.

The trust shall remain irrevocable as to purposes, terms, and conditions herein stated.

This declaration shall not be amended in any way contrary to its terms and conditions but may be amended hereafter to create subdivisions of this trust, not inconsistent herewith, for the purpose of effecting the purposes of this trust in any place where such trusts are permitted, protected, and enforced by local law. Any subdivision of this trust shall be governed by its own trustees who shall in all cases be responsible to the terms and conditions of this trust and answerable to the trustees of this trust.

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No amendment contrary to any term hereof, nor any amendment of any declaration of a subdivision of this trust, shall be effective against this trust or its property at any time.

Any person representing or acting on representations contrary to the terms hereof does so at his own peril, this declaration putting all persons and legal entities on notice of same as of date of its recordation in the public records where this declaration was executed. All amendments permitted by this declaration shall promptly after execution be recorded in the public records of the then situs of the trust. The initial trustee is directed to file this document in the Public Records of Martin County, Florida forthwith upon execution hereof.

At the expiration of the lawful term of this trust, all of the assets of this trust shall be donated free of trust to a similar trust or legal entity dedicated to similar purposes as the then trustees shall deem reasonable and prudent in their unfettered discretion, and this trust shall thereupon cease to exist.

As of the date of execution hereof, the trustors declare they tendered to the trustees for the purposes and in accordance with the terms and conditions hereof the sum of \$1,480.28, and the trustees by their signatures affixed below declare they accept the terms and conditions hereof, agreeing to serve as trustees, and give evidence hereby of their receipt of the sum of \$1,480.28 to be held by them in trust for the beneficiaries hereof and to accept, manage, and conserve all further income tendered to them as trustees of this trust pursuant to the purposes, terms, and conditions of this declaration.

The trust shall hold harmless and indemnify any trustee for acts done in good faith pursuant to the terms, conditions, and expressed purposes of this trust, however the trust shall not be held responsible for acts of any trustee contrary to the terms, conditions, and purposes of this trust, nor shall any such trustee be held harmless or indemnified for such contrary acts. Any such trustee shall be subject to removal pursuant to terms and conditions hereinelsewhere more fully set forth.

The U.S. federal taxpayer identification number for this trust is 11-3718387. Trustees are directed to timely file such tax returns and pay such taxes for the trust as may be required by controlling law. The trustees are directed to permit no action that might cause this trust to lose its tax-exempt status as a purely charitable and educational entity organized and acting as a Christian church. The initial trustee was duly licensed 16 October 1991 by Pasadena Baptist Church, 635 64th Street South, St.Petersburg, Florida 33707 “to preach the Gospel, perform marriages, administer the Sacraments, and to direct the other functions of the Ministry.” A true copy of his license is appended and made a part hereof by reference. The initial trustee accepts this trust as its initial trustee pledged to use the trust in accordance with his license and the terms hereof and to encourage future trustees to similarly use the trust to promote the Gospel and its ministry in accordance with Holy Scriptures of the Christian Church at large and the evidence of direct revelation imparted freely by יהוה to those who serve gratuitously in the Name of Christ, ask for wisdom from above, submit their wills to be led by Holy Spirit, and speak the Truth in Love that never fails.

Trustees acknowledge receipt of \$1,480.28 from trustors in hand paid this date and deposited to an account standing in the name of this trust at Riverside National Bank in Stuart, Florida – Account Number 10000348600.

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All income of this trust shall be solely derived from tithes and offerings gratuitously given by those who for no self-interested motive wish to further the purposes of this trust. It is the opinion of the trustors that the entity created hereby qualifies to be treated as a church for tax purposes pursuant to the Internal Revenue Code, however the obligation to prove this true is upon those who seek to have their tithes and offerings treated as tax exempt. The trust shall have no obligation in regard thereto other than its own obligation to pay such taxes as may be lawfully imposed upon it according to controlling law. This trust shall not at any time sell or offer for sale any goods or services nor rent, lease, or otherwise seek any commercial gain or financial income from use of its assets but shall at all times be and remain eleemosynary in all its proceedings and activities. No individual shall have any right to possess or use any asset of the trust except such uses as are consonant with the terms, conditions, and purposes set forth in this declaration, and no such use shall at any time be exclusive, except that the trustees may in their unfettered discretion control the use of trust assets to assure that the trust purposes are carried out and its assets protected from unnecessary waste, ruin, and loss.

Finally, it is understood that the labors and wisdom necessary to carry out the purposes of this trust will exceed our human limitations, however we proceed with faith that the vision set forth herein will be clear to those who follow after us, and many souls will be saved by the unfeigned love of laborers we shall not meet in this life. Thus we conclude this declaration of trust with the prayer that you who take this charge will look to the Author and Finisher of our faith for understanding as well as wisdom and that He will empower you from within to stand against the lies that always seek to overcome the Good, that you will stand together, and that you will engender that brotherly love in Christ that binds us with eternal cords never broken, the door no man can shut.

WHEREFORE we, the undersigned trustors and trustees, being *sui juris* and in good faith together agreed to promote and support the purposes set forth herein, and in accordance with the terms and conditions hereinabove stated, do affix our signatures below the date first hereinabove appearing, by which joint act we declare ourselves forever bound.

Kathryn Jo Graves, Trustor

Frederick David Graves, Initial Trustee
(for himself and all future trustees)

Frederick David Graves, Trustor

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STATE OF FLORIDA
COUNTY OF MARTIN

BEFORE ME personally appeared the trustors and trustees whose signatures appear above, each was by me first duly sworn and personally known to me, and each did execute the foregoing for the purposes set forth the date first hereinabove appearing.

Notary Public