

PLAN OF MERGER
between
WAYPOINT CHURCH and NEW BEGINNINGS BIBLE CHURCH

1. The names of the corporations planning to merge are: Waypoint Church, a Missouri nonprofit corporation, and New Beginnings Bible Church, a Missouri nonprofit corporation. Waypoint Church is a public benefit corporation organized and existing under the laws of the State of Missouri. New Beginnings Bible Church is a public benefit corporation organized and existing under the laws of the State of Missouri.

2. The surviving corporation of the merger will be: Waypoint Church.

3. The terms and conditions of the merger are as follows:

A. Waypoint Church shall provide a copy of this Plan of Merger to the offices of the Attorney General of Missouri at least twenty (20) days prior to the planned merger date of _____.

B. This merger shall be contingent on a majority vote of the Church Council of Waypoint Church approving this Plan of Merger and recommending acceptance of this Plan of Merger to the membership of Waypoint Church; and on approval by a vote of two-thirds of the members of Waypoint Church in a duly noticed special-called business meeting upon at least fourteen (14) days advance notice thereof.

C. This merger shall be contingent on a majority vote of the Official Church Board of New Beginnings Bible Church approving this Plan of Merger and recommending acceptance of this Plan of Merger to the membership of New Beginnings Bible Church; and on approval by a vote of a majority of the members of New Beginnings Bible Church in a duly noticed special business meeting upon at least fourteen (14) days advance notice thereof.

D. After the conditions in paragraphs 3(A), 3(B), and 3(C) above have been fulfilled, the appropriate respective officers of Waypoint Church and New Beginnings Bible Church shall promptly approve and execute in duplicate completed “Articles of Merger – Nonprofit” on forms provided by the Missouri Secretary of State’s office to memorialize the merger between Waypoint Church and New Beginnings Bible Church, with Waypoint Church as the surviving corporation between the two, and any other forms and documents that may be required by the Missouri Secretary of State to accomplish and memorialize such merger.

4. Membership: After the merger has been completed upon the filing and acceptance of the Articles of Merger – Nonprofit with the Missouri Secretary of State’s office, all members of New Beginnings Bible Church are eligible and welcome to become members of Waypoint Church by following the provisions in Waypoint Church’s Bylaws to become a member of Waypoint Church.

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