BY-LAWS
OF
ASHLAND CHRISTIAN EMERGENCY SERVICES, INC.

SECTION ONE
Name

The name of this Corporation shall be Ashland Christian Emergency Services, Inc. (hereinafter referred to as "the Corporation"), with principal offices located in the Town of Ashland, Hanover County, Virginia.

SECTION TWO
Purposes and Powers

(1) The purpose for which the Corporation is formed is exclusively for religious, charitable, and other similar nonprofitable purposes, as contemplated by Section 501(c)(3) of the Internal Revenue Code of 1954 (any reference herein to any provision of such Code shall be deemed to mean provisions as now or hereafter existing, amended, supplemented or superseded). More specifically, the purpose of the Corporation is to administer charitable emergency services to indigent individuals and families by giving them food, clothing, shelter, transportation, or other needed services.

(2) The assets of the Corporation shall be at all times dedicated to the charitable purposes set out above, and none of the net earnings shall inure in whole or in part to the benefit of any private individual, association or corporation. If for any reason it becomes necessary to dissolve or liquidate the Corporation, the remaining assets of the Corporation after its lawful obligations and all other requirements of law are met and complied with, shall be transferred or conveyed to one or more corporations, societies, or organizations engaged in activities similar to those of the Corporation and qualifying under Section 501(c)(3) of the Internal Revenue Code of 1954, as may be specified in a plan of distribution adopted as provided by law or as directed by a court of competent jurisdiction.

(3) The Corporation may solicit and receive funds and property by gift, sale, transfer, devise or bequest, and may administer and apply such funds and property only in the furtherance of the charitable purposes set out in Paragraph (1) above.

(4) The Corporation shall not engage in any activities attempting to influence legislation, nor shall it directly or indirectly participate or intervene (including publishing or distributing statement) in any political campaigns on behalf of any candidate for public office or any other activity not within the charitable purposes set out in Paragraph (1) above.

this is a true conformed copy.

(5) The Corporation shall do any and all lawful things which may be necessary, useful, suitable or proper for the furtherance or accomplishment of the purposes and powers of the Corporation, and shall exercise all powers possessed by Virginia corporations of similar character, including the power to own, lease, contract for the purchase and sale of, and to mortgage or otherwise encumber, real and personal property.

SECTION TWO
Membership

Membership in the Corporation shall be open to any and all churches located in Hanover County, Virginia, including members of the business and professional community, who desire to join and who are interested in the purposes of the Corporation. Each member shall pay such dues as may from time to time be set by the Board of Directors in accordance with the By-Laws. Each member shall be entitled to one vote in all matters coming before membership meetings. Each member shall have full voting rights. A quorum shall consist of representation by thirty percent (30%) of the registered member churches, and all issues requiring a vote shall be decided by a majority of those present.

SECTION FOUR
Board of Directors

(1) The affairs of the Corporation shall be managed by the Board of Directors.

(a) The initial number of directors of the Corporation shall be three (3). The number of directors may be increased or decreased from time to time by amendment to the By-Laws.

(b) The directors shall be elected by and from the voting membership at the annual membership meeting and the immediate past President shall serve as a director; and shall hold office until the next annual meeting and a successor is elected.

SECTION FIVE
Officers

(1) The officers of this organization shall be as follows: Chairperson, Vice-Chairperson, Secretary and Treasurer.

(2) The term of office shall be one year, being January 1 to December 31.

(3) The Chairperson shall preside at all meetings; the Vice-Chairperson shall serve in the chairperson's absence; the Secretary shall record and distribute the minutes of the meetings of the corporation; and the Treasurer shall handle all the financial books, accounts, records and matters of the corporation.

(4) Officers shall be elected by the membership at its annual meeting and hold office until the next annual meeting and the successor is elected.

SECTION SIX
Meetings

(1) The Board shall hold meetings, at no less than once every two (2) months.

(2) A special meeting may be called at the request of the Chairperson and/or three (3) members. All members should be notified two (2) days in advance of any special meetings.

(3) The October meeting shall be called the annual meeting.

(4) Quorum requirements: Thirty percent (30%) of membership.

SECTION SEVEN
Committees

(1) Committees with such power and authority as may be conferred by the resolution appointing same may be adopted by resolution by a majority of the members present at a meeting at which a quorum is present.

(2) Meetings of a committee shall be held on the same notice as a special meeting.

SECTION EIGHT
Amendments

These By-Laws may be amended by a two-thirds' (2/3) vote of those present and voting, provided notice of the proposed amendments has been given at the previous meeting. Amendments shall become effective upon adjournment of the meeting at which they have been adopted.

Dated: 8/6/87

William D. Hamner
Incorporator