

**United States Bankruptcy Court
Southern District of Indiana**

In re Madison Park Church of God, Inc. d/b/a
Madison Park Church of God Case No. 13-07430-RLM-11
Debtor Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
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None

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Business Administrator of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date July 24, 2013 Signature /s/ F. Rob Spaulding
F. Rob Spaulding
Business Administrator

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C §§ 152 and 3571.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION

IN RE:)	
)	
MADISON PARK CHURCH OF GOD, INC.)	Case No. 13-07430-RLM-11
D/B/A MADISON PARK CHURCH OF GOD,)	
)	
Debtor.)	
_____)	

CORPORATE OWNERSHIP STATEMENT

Madison Park Church of God, Inc. d/b/a Madison Park Church of God (“the Debtor”), by counsel, pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, hereby submits its corporate ownership statement:

The Debtor is a 501(c)(3) not-for-profit corporation whose members have no ownership interest and upon dissolution, all assets will be transferred to another 501(c)(3) not-for-profit entity, pursuant to Section 4.2(b) and 5.2 of the Debtor’s amended and restated articles of incorporation, attached hereto as Exhibit A. No corporation owns, directly or indirectly, any equity interest in the Debtor.

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DATED: July 17, 2013

MADISON PARK CHURCH OF GOD,
INC. D/B/A MADISON PARK CHURCH
OF GOD
as debtor and debtor-in-possession,

By: /s/ Jerald I. Ancel
Jerald I. Ancel, one of its proposed counsel

Jerald I. Ancel
Jeffrey J. Graham
Marlene Reich
Erin C. Nave
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**State of Indiana
Office of the Secretary of State**

CERTIFICATE OF RESTATEMENT

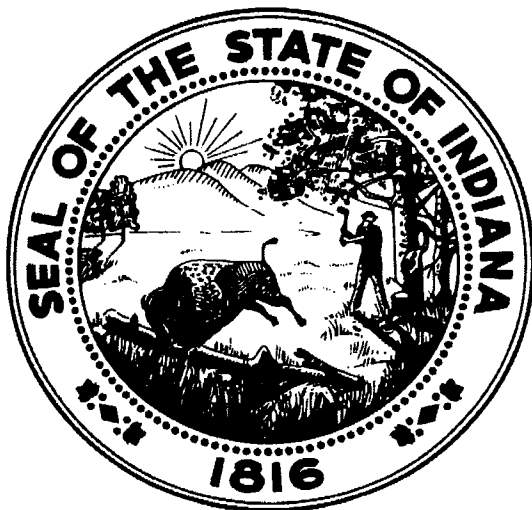
of

MADISON PARK CHURCH OF GOD, INC.

I, CONNIE LAWSON, Secretary of State of Indiana, hereby certify that Articles of Restatement of the above Non-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Nonprofit Corporation Act of 1991.

NOW, THEREFORE, with this document I certify that said transaction will become effective Monday, June 17, 2013.

In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, June 17, 2013.



Connie Lawson

CONNIE LAWSON,
SECRETARY OF STATE

APPROVED
AND
FILED

Cornie James
IND. SECRETARY OF STATE

RESTATMENT OF ARTICLES OF INCORPORATION
OF
MADISON PARK CHURCH OF GOD, INC.

13 JUN 17 PM 3:48

The undersigned officer of Madison Park Church of God, Inc. (the "Corporation"), existing pursuant to the provisions of the Indiana Nonprofit Corporation Act of 1991 (the "Act"), as amended, desiring to give notice of corporate action effectuating restatement of its Articles of Incorporation, certifies the following facts:

ARTICLE I
Restatement

Section 1. The date of incorporation of the August 27, 1931.

Section 2. The name of the Corporation following this restatement of the Articles of Incorporation is Madison Park Church of God, Inc., which name has not changed.

Section 3. The exact text of the Amended and Restated Articles of Incorporation (the "Restated Articles of Incorporation") is attached hereto as Exhibit A.

ARTICLE II
Manner of Adoption and Vote

(a) The Board of Directors duly adopted resolutions approving and adopting the Restated Articles of Incorporation by written consent dated as of May 3, 2013.

(b) A majority of the members of the Corporation's sole class of members approved and adopted the Restated Articles of Incorporation at a meeting held on June 5, 2013. The number of undisputed votes cast in favor of the Restated Articles was 132, which number was sufficient for approval by the members.

ARTICLE III
Compliance with Legal Requirements

The manner of the adoption of these Restated Articles of Incorporation and the vote by which they were adopted constitute full legal compliance with the provisions of the Act, the Articles of Incorporation and the Code of By-Laws of the Corporation.

[Signature Page to Restated Articles]

I hereby verify subject to the penalties of perjury that the statements contained herein are true.

DATED: June 14, 2013

Clark E. Simpson
Name: Clark E. Simpson
Title: Vice Chair
Board of Elders
Madison Park Church of God

Exhibit A

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
MADISON PARK CHURCH OF GOD, INC.

ARTICLE I
Name

The name of the Corporation is Madison Park Church of God, Inc. (the “Corporation”).

ARTICLE II
Classification of Corporation

The Corporation is a religious corporation, as defined by the Act.

ARTICLE III
Registered Agent and Registered Office

The name and address of the Corporation’s Registered Agent and Registered Office are:

Name: Natalie Farmer
Address: 312 Beauvoir Circle
Anderson, Indiana 46011

ARTICLE IV
Nonprofit Purposes and Limit on Powers

Section 4.1. Purposes.

(a) The Corporation is organized and shall be operated for religious, charitable, or educational purposes. within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”), or the corresponding section of any future federal tax code (herein, “§501(c)(3)”).

(b) In furtherance of the aforesaid purposes, to transact any and all lawful business for which corporations may be incorporated under the Indiana Nonprofit Corporation Act of 1991 (the “Act”).

Section 4.2. Powers and Limitations of Powers.

(a) **General Powers.** Except as limited herein, the Corporation shall have all the powers granted to nonprofit corporations under the provisions of the Act as such provisions may be amended from time to time.

(b) No Private Inurement. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any director or officer of the Corporation, or to any other private person, 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 Section 4.1 hereof.

(c) Loans to or from Directors and Officers. The Corporation shall make no advancements for services to be performed in the future, nor any loan of money or property to, nor any guarantee of an obligation of, any director or officer of the Corporation. Nor shall the Corporation borrow money from any director or officer.

(d) Lobbying and Political Campaigns. No substantial part of the activities of the Corporation shall consist of attempting to propose, support, oppose or advocate the adoption or rejection of, or otherwise influence legislation by propaganda or otherwise, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

(e) General Limitations. Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any other activities not permitted to be carried on (i) by an organization exempt from federal income taxation under Section 501(c)(3) of the Code, or corresponding provisions of any future federal tax laws, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or corresponding provisions of any future federal tax laws.

ARTICLE V

Period of Existence and Dissolution

Section 5.1. Term. The period during which the Corporation shall continue is perpetual.

Section 5.2. Dissolution. Upon the dissolution of the Corporation, all assets remaining after payment of all debts of the Corporation shall be transferred by the Board of Directors to one or more not-for-profit corporations, trusts, foundations or other organizations the purposes of which are substantially the same as those of the Corporation and which, at the time of transfer, is exempt from federal income taxation under Section 501(c)(3) of the Code or corresponding provisions of any future federal tax laws. Any such assets not so transferred by the Board of Directors shall be disposed of by the Circuit Court of the County in which the principal office of the Corporation is located, exclusively for such tax-exempt purposes or to such tax-exempt organizations as the Court shall determine. No director or officer of the Corporation, or any other private person, shall be entitled to share in the distribution of any of the assets of the Corporation on dissolution of the Corporation.

ARTICLE VI
Board of Directors

The number of directors shall be as stated in, or established in accordance with, the Bylaws of the Corporation, provided, however, that the minimum number of directors shall be no fewer than five (5) and no greater than twelve (12). The Board of Directors may select directors who shall serve as ex-officio members of the Board of Directors. Ex-officio members of the Board of Directors shall not have voting rights.

ARTICLE VII
Indemnification

Section 7.1. Definitions.

(a) The term “claim” as used in this Article shall include every pending, threatened, or completed claim, action, suit, or proceeding and all appeals thereof (whether brought by or in the right of this Corporation or any other corporation or otherwise), whether civil, criminal, administrative, or investigative, formal or informal, in which an Eligible Person may become involved, as a party or otherwise (i) by reason of his or her being or having been an Eligible Person, or (ii) by reason of any action taken or not taken by him or her in their capacity as an Eligible Person, whether or not he or she continued in such capacity at the time a Liability or Expense shall have been incurred in connection with a Claim.

(b) The term “Eligible Person” as used in this Article shall mean every person (and the estate, heirs, and personal representatives of such person) who is or was a Director, officer, employee, or agent of the Corporation

(c) The terms “Liability” and “Expense” as used in this Article shall include, but shall not be limited to, counsel fees and disbursements and amounts of judgments, fines, or penalties against (including excise taxes assessed with respect to an employee benefit plan), and amounts paid in settlement by or on behalf of, an Eligible Person or reasonable expenses with respect to a proceeding.

(d) The term “Wholly Successful” as used in this Article shall mean (i) termination of any Claim against the Eligible Person in question without any finding of liability or guilt against him or her, (ii) approval by a court, with knowledge of the indemnity herein provided, of a settlement of any Claim, or (iii) the expiration of a reasonable period of time after making or threatened making of any Claim without the institution of the same, without any payment or promise made to induce a settlement.

Section 7.2. General. To the extent not inconsistent with applicable law, every Eligible Person shall be indemnified by the Corporation against all Liability and reasonable Expense that may be incurred by him or her in connection with or resulting from any Claim:

(a) if such Eligible Person is Wholly Successful with respect to the Claim, or

(b) if not Wholly Successful, then if such Eligible Person is determined, as provided in either Section 7.3(a) or 7.3(b), to have (i) conducted himself or herself in good faith; (ii) reasonably believed (A) in the case of conduct in his or her official capacity with the Corporation, that his or her conduct was in its best interest and (B) in all other cases, that his or her conduct was at least not opposed to the best interest of the Corporation; and (iii) in the case of any criminal proceeding, either (A) had reasonable cause to believe his or her conduct was lawful or (B) had no reasonable cause to believe his or her conduct was unlawful.

The termination of any Claim, by judgment, order, settlement (whether with or without court approval), or conviction or upon a plea of guilty or of nolo contendere, or its equivalent, shall not create a presumption that an Eligible Person did not meet the standards of conduct set forth in clause (b) of this Section 7.2.

Section 7.3. Procedure.

(a) Every Eligible Person claiming indemnification hereunder (other than one who has been Wholly Successful with respect to any Claim) shall be entitled to indemnification if it is determined that the Eligible Person met the standards of conduct set forth in clause (b) of Section 7.2. The determination whether an Eligible Person has met the required standards of conduct shall be made (i) by the Board of Directors by majority vote of a quorum consisting of Directors not at the time parties to the Claim, and if such a quorum cannot be obtained, then (ii) by majority vote of a committee duly designated by the Board of Directors (in which designation, Directors who are parties to the Claim may participate) consisting solely of two (2) or more Directors not at the time parties to the Claim, and if such a committee cannot be constituted by the Directors, then (iii) by special legal counsel selected by a majority vote of the full Board of Directors (in which selection, a Director who is a party to the Claim may participate). If an Eligible Person is found to be entitled to indemnification pursuant to the preceding sentence, the reasonableness of the Eligible Person's Expenses shall be determined by the procedure set forth in the preceding sentence, except that if such determination is by special legal counsel, the reasonableness of Expenses shall be determined by a majority vote of the full Board of Directors (in which determination, a Director who is a party to the Claim may participate).

(b) If an Eligible Person claiming indemnification pursuant to Section 7.3(a) is found not be entitled thereto, the Eligible Person may apply for indemnification with respect to a Claim to a court of competent jurisdiction, including a court in which the Claim is pending against the Eligible Person. On receipt of an application, the court, after giving notice to the Corporation and giving the Corporation ample opportunity to present to the court any information or evidence relating to the Claim for indemnification that the Corporation deems appropriate, may order indemnification if it determines that the Eligible Person is entitled to indemnification with respect to the Claim because such Eligible Person met the standards of conduct set forth in clause (b) of Section 7.2. If the court determines that the Eligible Person is entitled to indemnification, the court shall also determine the reasonableness of the Eligible Person's Expenses.

Section 7.4. Nonexclusive Rights. The right of indemnification provided in this Article shall be in addition to any rights to which any Eligible Person may otherwise be entitled. Irrespective of the provisions of this Article, the Board of Directors may, at any time and from time-to-time, (a) approve indemnification of any Eligible Person to the full extent permitted by the provisions of applicable law at the time in effect, whether on account of past or future transactions, and (b) authorize the Corporation to purchase and maintain insurance on behalf of any Eligible Person against any Liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him or her against such Liability. Notwithstanding any other provision of this Article to the contrary, there shall be no indemnification with respect to matters as to which indemnification would result in inurement of net earnings of the Corporation, to the benefit of any private shareholder or individual, within the meaning of §501(c)(3). The provisions of, and the right and obligations created by, this Article shall not give rise or be deemed to give rise to compensation for personal services as described in Ind. Code §34-30-4-1, et seq., as amended.

Section 7.5. Expenses. Expenses incurred by an Eligible Person with respect to any Claim shall be advanced by the Corporation (by action of the Board of Directors, whether or not a disinterested quorum exists) prior to the final disposition thereof if:

(a) the Eligible Person furnishes the Corporation a written affirmation of his or her good faith belief that he or she has met the standards of conduct specified in Section 7.1(b) of this Article;

(b) the Eligible Person furnishes the Corporation a written undertaking, executed personally or on the Eligible Person's behalf, to repay the advance if it is ultimately determined that the Eligible Person did not meet the standards of conduct specified in Section 7.1(b) of this Article; and

(c) the Board of Directors makes a determination that the facts then known would not preclude indemnification of the Eligible Person.

Section 7.6. Contract. The provisions of this Article shall be deemed to be a contract between the Corporation and each Eligible Person, and an Eligible Person's rights hereunder with respect to a Claim shall not be diminished or otherwise adversely affected by any repeal, amendment, or modification of this Article that occurs subsequent to the date of any action or not taken by reason of which such Eligible Person becomes involved in a Claim.

Section 7.7. Effective Date. The provisions of this Article shall be applicable to Claims made or commenced after the adoption hereof, whether arising from acts or omissions to acts before or after the adoption hereof.