

# TENNESSEE REGULATORY AUTHORITY

502 Deaderick Street, 4<sup>th</sup> Floor

Nashville, Tennessee 37243

Telephone (615) 770-6886, Toll Free 1-800-342-8359

Facsimile (615) 741-2336

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2014 OCT 10 PM 3:08

T.R.A. DOCKET ROOM

## APPLICATION FOR AUTHORITY TO PROVIDE CUSTOMER-OWNED COIN (OR COINLESS) OPERATED TELEPHONE SERVICE IN TENNESSEE (TRA Rule 1220-04-02-.43 TO .54)

Company ID Number 129162 Docket Number 14-00107  
(To Be filled out by the TRA)

### Part I - General Information

Name of Applicant

The Salvation Army

Address

2649 Kirby Whitten Pkwy

State TN Zip Code 38133 Phone No. (901) 531-1750

Fax No. (901) 531-1797

Name and telephone number of contact person authorized to respond to Authority inquiries Monday through Friday.

Judy Lynn Smith 901 531-1754  
Name Telephone

2649 Kirby Whitten Pkwy Memphis TN 38133  
Address City State Zip

Mail the completed application and a check for \$25.00 to:

Tennessee Regulatory Authority  
502 Deaderick Street, 4<sup>th</sup> Floor  
Nashville, TN 37243-0505.

Should you have any questions please call Lisa Foust at (615) 770-6886.

## **Part II - Organization Structure**

### **A. Type of Organization**

☐ Individual      ☒ Corporation  
☐ Partnership      ☐ Other (Explain on separate sheet)

### **B. If Partnership and/or Non-resident:**

- (1) Attach a copy of Articles of Incorporation and current by-laws.
- (2) Attach copy of Certification of Authority issued by the Tennessee Secretary of State Showing corporation's authority to engage in business in Tennessee.
- (3) All others must have current business license.

## **Part III - Financial Information**

Attach a current financial statement showing in detail corporation's financial condition for the previous year. If individual, send copy of latest IRS Income Tax Filing.

## **Part IV - Repair and Maintenance Information**

### **A. Describe the Pay Phone instrument to be installed.**

G-Tel Enterprises	Protel 7000	F2LUSA-20852-CX-E
Manufacturer	Model Number	FCC Number
16840 Clay Rd #118	Houston TX	77084
Manufacturer's Address	City State	Zip

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Manufacturer's Address	City State	Zip

(Attach additional sheets if additional space is required)

B. Maintenance of COCOT

(1) How do you intend to service and maintain COCOTS

- ☐ Personally  
☐ Full time Technician  
☐ Part Time Technician  
☒ Service/repair contract with 3<sup>rd</sup> party

(2) Identify names and qualifications of the party/parties responsible for service and repair.

David Maxey  
Owner - Payphone Professionals

**Part V - Display Card**

- A. Attach a copy of the display card to be posted on the pay telephone. This card must contain all required information listed in the attached TRA Rule 1220-04-02-.49(f).
- B. Long Distance Carrier, Address, and 800 Number must be on the card.
- C. Company Name, Address & Phone Number with a place for your TRA ID Number.
- D. Information for using Long Distance, (0+Area Code + Number – within this Area Code and outside this Area Code).
- E. Information for Collect Calls, Person-To-Person Calls & Station-To-Station Calls.
- F. Directory Assistance (Local Calling Area) Outside Calling Area (411 or 1+411).
- G. Emergency Help (Dial)
- H. Dial \_\_\_\_\_ for Refund (Or how you handle refunds). *Internal*
- I. Free Calls – Toll Free numbers, Repair Service. (This Instrument is serviced by: Name & Address and telephone number of Service Technician).

**Attach a copy of the Display Card in space below.**



No coin  
needed  
for local

payphone.com



Coins

**Local Calls with Coin** - Deposit coin(s) before dialing  
**Local Calls with Credit Card** - Dial 0 + Area Code + Number  
**Long Distance Calls with Coin** - Dial 1 + Area Code + Number  
**Long Distance Calls with Credit Card** - Dial 0 + Area Code + Number  
**Collect Calls** - Dial 0 and wait for operator assistance

Local Calls

**50¢ FOR  
10 MINUTES**

P54598

Out of Charge

Credit Card

Payphone.com

Operator

Payphone.com

payphone.com

**Emergency - Dial 911**  
**Directory Assistance - Dial 411 or 1411**  
**Change not provided**  
**Deposit U.S. coins only**

**This phone is operated by:**

THE SALVATION ARMY  
 2649 KIRBY WHITTEN  
 MEMPHIS TN 38133

**The Operator Service Provider is:**

**A T & T**

## **Part VI - Registration Fee**

- A. The initial fee for COCOT registration will consist of the following:  
\*A one time processing fee of \$25.00 per company (T.C.A. § 65-2-103)
- B. After the initial COCOT registration, the Tennessee Regulatory Authority must be notified by the 10<sup>th</sup> of the month, of all new COCOT additions. The fee for each new addition is \$10.00 (T.C.A. § 65-4-301). This fee will pay for processing the order. Attached is a copy of the required monthly report form.
- C. Failure to pay the required fees will result in the revocation of your COCOT Authorization. (TRA Rule 1220-04-02-.47)
- D. All correspondence must be mailed to:

Tennessee Regulatory Authority  
502 Deaderick Street, 4<sup>th</sup> Floor  
Nashville, TN 37243

## **Part VII - Rule Compliance Agreement**

The customer Owned Coin or Coinless Operated Telephone (COCOT) authorization applicant, hereby, affirms the following:

- Has received, read and understands TRA Rule 1220-04-02-.43 to .54.
- Understands the penalties for non-compliance, and all associated fees to provide COCOT service.
- Will comply with TRA Rule 1220-04-02-.43 to .54 and all applicable state laws.
- Will submit to the TRA monthly reports indicating any COCOT additions accompanied with the proper fee.
- That all information provided in the attached COCOT registration document is true to the best of applicant's knowledge.

*Joseph L. Smith* 9-30-17  
Applicant Signature Date

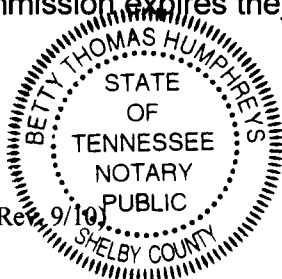
Subscribed and sworn before me this 9<sup>th</sup> Month, 30 day, of 2017 Year

Notary Public *Betty Thomas Humphreys*

My Commission expires the \_\_\_\_\_ Month, \_\_\_\_\_ Day, of \_\_\_\_\_ Year

My Commission Expires.  
June 25, 2017

[SEAL]





**STATE OF TENNESSEE**  
**Tre Hargett, Secretary of State**  
**Division of Business Services**  
William R. Snodgrass Tower  
312 Rosa L. Parks AVE, 6th FL  
Nashville, TN 37243-1102

**THE SALVATION ARMY**  
JUDY LYNN SMITH  
2649 KIRBY WHITTEN PKWY  
MEMPHIS, TN 38133

September 29, 2014

**Request Type: Certificate of Existence/Authorization**  
Request #: 0140659

Issuance Date: 09/29/2014  
Copies Requested: 1

**Document Receipt**

Receipt #: 1656170 Filing Fee: \$22.25  
Payment-Credit Card - State Payment Center - CC #: 158497149 \$22.25

**Regarding: SALVATION ARMY (THE)**  
Filing Type: Corporation Non-Profit - Foreign  
Formation/Qualification Date: 02/04/1930  
Status: Active  
Duration Term: Perpetual

Control #: 114237  
Date Formed: 02/04/1930  
Formation Locale: GEORGIA  
Inactive Date:

**CERTIFICATE OF AUTHORIZATION**

I, Tre Hargett, Secretary of State of the State of Tennessee, do hereby certify that effective as of the issuance date noted above

**SALVATION ARMY (THE)**

- \* a Corporation formed in the jurisdiction set forth above, is authorized to transact business in this State;
- \* has paid all fees, taxes and penalties owed to this State (as reflected in the records of the Secretary of State and the Department of Revenue) which affect the existence/authorization of the business;
- \* has filed the most recent annual report required with this office;
- \* has appointed a registered agent and registered office in this State;
- \* has not filed an Application for Certificate of Withdrawal.

  
Tre Hargett  
Secretary of State

Processed By: Cert Web User

Verification #: 008887937



# The Salvation Army

INCORPORATED  
IN THE  
STATE OF GEORGIA

CHARTER  
and  
AMENDMENTS

## ARTICLE I.

### NAME AND OFFICE

**Name** SECTION 1. The name of this Corporation shall be THE SALVATION ARMY and its principal office and place of business shall be in the City of Atlanta, County of DeKalb, State of Georgia.

**Location of Office** The CORPORATION may have offices in such other places in the Southern Territory as its Board of Trustees may from time to time appoint, or the business of the Corporation may require.

**Objects** SECTION 2. The general objects and purposes of this Corporation are those stated in its articles of incorporation, including the custody and control of all the temporalities and property, real and personal, belonging to the Southern Territory of THE SALVATION ARMY in the United States of America and revenues therefrom, and the administration of the same in accordance with the discipline, rules and regulations and usages of The Salvation Army.

**Territory** SECTION 3. The geographical area known as the Southern Territory of The Salvation Army in the United States of America is defined as being: —The district of Columbia, the States of Alabama, Arkansas, Florida, Georgia, Louisiana, Maryland, Mississippi, North Carolina, Oklahoma, South Carolina, Tennessee, Texas (except County of El Paso), Virginia, West Virginia, and that portion of the State of Kentucky lying south of the southernmost line of the counties of Trimble, Henry, Franklin, Wood, Jessamine, Fayette, Clark, Montgomery, Manifee, Rowan, Carter and Greenup. (All of said counties, together with that part of the State of Kentucky north of same and between said southernmost line and the Ohio River, is defined as being outside of the Geographical area known as the Southern Territory); provided, however, that the aforementioned boundaries may be changed by the Authority of the General of The Salvation Army.

## ARTICLE II.

### MEMBERSHIP, ETC.

**Who Shall Be Members** SECTION 1. The membership of this corporation shall consist of such commissioned Officers of The Salvation Army, including the Territorial Commander and Chief Secretary of the Southern Territory of The Salvation Army in the United States of America, as may from time to time be appointed members of the Corporation by the National Commander of The Salvation Army in the United States of America. Said National Commander shall be ex-officio a member of this Corporation. Appointments to membership in this Corporation shall be in writing and the individual so appointed shall become a member from the moment such National Commander shall attach his or her signature to the writing evidencing such appointment. There shall be kept by the Secretary a book wherein shall be entered the names and addresses of the members. Such entry shall be cancelled and annulled by the Secretary upon the termination of membership, by death, resignation or removal. Such entries shall likewise show effective date of each appointment. The entrance by the Secretary of

the names and addresses of members so appointed by the National Commander shall not be a pre-requisite to appointment, but the effective date and time of such appointment shall at all times be the moment when such National Commander shall attach his or her signature to the writing evidencing such appointment.

**Resignation and Removal of Members** SECTION 2. Members of this Corporation may at any time resign and sever their connection therewith by causing to be delivered to the Chairman of the Board of this Corporation, a resignation as such member, in which event such resignation shall become effective from the time it shall have been accepted by the Chairman of the Board. A resignation of any member of this Corporation may also be tendered to, received by, acted upon and accepted at any regular or special meeting of the members of this Corporation. Members may be removed at any time by the Chairman of the Board.

**Vote** SECTION 3. At any meeting of the members of this Corporation, each member may vote either in person or by proxy, in writing.

**Quorum** A majority of the members of the Corporation shall be requisite at any meeting to constitute a quorum.

**Annual Meetings** SECTION 4. The Annual Meeting of the Members of this Corporation shall be held during the month of October of each year at a time and upon a date to be fixed by the Board of Trustees of the Corporation, in the principal office of the Corporation in the City of Atlanta, Ga. Notice of such Annual Meeting shall be mailed to each member at his address, as same appears on the records of the Corporation at least ten (10) days prior to the Meeting.

**Election of Trustees** SECTION 5. Whosoever shall be the National Commander of The Salvation Army in the United States of America, the Territorial Commander and Chief Secretary of the Southern Territory of The Salvation Army in the United States of America shall ex-officio be Trustees of the Corporation. At the Annual Meeting of the Members of the Corporation, there shall be elected, by ballot, from among the members of the Corporation, six (6) other Trustees, and all of such elected Trustees shall serve for a term of one (1) year or until their successors are elected and have qualified.

**Special Meetings** SECTION 6. Special Meetings of members of this Corporation may, and at the request in writing of the majority of the members of this Corporation shall, be called by the Chairman of the Board, the President or the Secretary. Such request shall state the purpose of the proposed meeting, and the business transacted at such special meeting shall be confined to the object stated in the call, and matters germane thereto.

**Notice of Special Meetings** SECTION 7. Written notices of special meetings of the members of this Corporation stating the time, place and object thereof shall be mailed, postage prepaid, at least ten (10) days before the time fixed for such meeting, to each member, at such address as appears on the books of the Corporation. Special meetings may be held at any time or place in the State of Georgia, without notice, upon all members being present.

SECTION 8. No member of this Corporation shall be entitled to profit or dividends on account of his membership or have any beneficial ownership or interests in the property or acquisitions or accretions of the property of this Corporation.

### ARTICLE III.

#### TRUSTEES

**How Elected** SECTION 1. The business of this Corporation shall be managed by a Board of trustees, nine (9) in number. Three (3) of the members of the Corporation shall ex-officio be Trustees and six (6) of the members shall be elected as Trustees, at the Annual Meeting of the members, as provided in Article II, Section 5. Only such individuals shall be elected as Trustees who are members of this Corporation.

**Resignation of Trustees** SECTION 2. A trustee of this Corporation may resign at any time by causing to be delivered to the Board of Trustees his written resignation, which resignation may be received by, acted upon and accepted by the remaining Trustees at any regular or special meeting of the Board of Trustees of this Corporation.

SECTION 3. The Trustees of this Corporation may have one or more offices for the conduct of business of the Corporation, and keep books thereof, at the office of the Corporation in Atlanta, Georgia, and at such other places in the Southern Territory as they may from time to time determine.

**Express Power of Trustees** SECTION 4. Without prejudice to the general powers conferred by statute, by the Articles of Incorporation, and by these By-Laws, the Board of Trustees shall have the custody and control of all the temporalities, and property, real and personal, belonging to said Corporation, and the revenues therefrom, and shall administer the same in accordance with the discipline, rules, and usages of The Salvation Army or the governing body thereof; but this Section does not give to said Trustees any control over the polity or control of the religious or ecclesiastical membership of The Salvation Army, or power to dismiss or remove any of its Officers or members, or power over any of the spiritual Officers of The Salvation Army, and shall be subject to the rules and discipline of The Salvation Army laid down by the General of The Salvation Army, or his successors in office. In addition to the above powers, it is hereby expressly declared that the Board of Trustees shall have the following powers, that is to say:

(a) To purchase or otherwise acquire, for the Corporation, any property, rights, or privileges which the Corporation is authorized to acquire, at such price or consideration, and generally on such terms and conditions, as the Trustees may deem fit.

(b) At their discretion to pay for any property or rights acquired by the Corporation, either wholly or partly in money, notes, bonds, debentures, or other securities of the Corporation.

(c) To sell or convey such real estate and personal property as the Corporation may desire to sell or convey at such price or consideration and upon such terms and conditions as the Trustees may deem proper.

(d) To create, make and issue mortgages, bonds, deeds of trust, trust agreements, and negotiable or transferable instruments or securities secured by mortgages or otherwise, and to do any other act or thing necessary to effectuate same.

(e) To rent, lease, lend, or grant the use of any property, real or personal, belonging to the Corporation to such persons or corporations as the Trustees shall see fit and to rent, lease, borrow, or use such property, real or personal, belonging to other persons or corporations as may be deemed necessary for the purposes of the Corporation.

(f) To determine who shall be authorized on the Corporation's behalf to sign bills, notes, receipts, acceptances, endorsements, checks, releases, contracts and documents.

(g) To delegate any of the powers of the Board of Trustees in the course of the current business of the Corporation to any standing or special committee, or to any officer of agent, or to appoint any persons to be agents of the Corporation, with such powers (including the power to sub-delegate) and upon such terms as are necessary.

**Implied Powers of Trustees** SECTION 5. In addition to the powers and authority by these By-Laws expressly conferred upon them, the Board of Trustees may exercise all such powers of the Corporation and do all such lawful acts and things as are by statute, by the Articles of Incorporation, or by these By-Laws, directed or required to be done by the members of this Corporation.

**Regular Meeting** SECTION 6. Regular meetings of the Board of Trustees may be held without notice, at such time and place as shall be from time to time determined by the Board of Trustees.

**Quorum** SECTION 7. At all meetings of the Board of Trustees, a majority thereof, including either the President or Vice President, shall be necessary and sufficient to constitute a quorum for the transaction of business, and the act of majority of such Trustees present at any meeting at which there is a quorum, shall be the act of the Board of Trustees, except as may be otherwise specifically provided by statute, by the Articles of Incorporation or by these By-Laws.

**Special Meeting** SECTION 8. Special meetings of the Board of Trustees may be called by the Chairman of the Board, the President or the Secretary on five (5) days notice to each Trustee, either personally, by mail or by telegram. Special meetings shall be called by the Secretary in like manner on the written request of five (5) Trustees. Special meetings of the Board of Trustees may be held at any time or place, without notice, providing the Trustees waive notice.

### ARTICLE IV.

#### OFFICERS

**Officers** SECTION 1. The Officers of this Corporation shall be a Chairman of the Board, a President, a Vice President, a Secretary and a Treasurer. Any two (2) of the aforesaid offices may be filled by the same person, except that neither of the offices of Chairman of the Board or President shall be filled by the same person filling the office of Secretary or Treasurer.

**Ex-Officio Officers** SECTION 2. Whoever shall be National Commander of The Salvation Army in the United States, Territorial Commander and Territorial Chief Secretary of the Southern Territory of The Salvation Army in the United States shall be ex-officio Chairman of the Board, President and Vice President, respectively, of the Corporation. Whoever shall be Chairman of the Board, President, Vice President, Secretary and Treasurer of the Corporation shall ex-officio be officers of the Board of Trustees.

**Elective Officers** SECTION 3. (a). The elected officers of this Corporation shall, in the first instance, be elected at the first meeting of the incorporators to hold office thereafter until the first meeting of the Board of Trustees after the first annual meeting of the members or their respective successors are elected and qualified.

SECTION 3. (b) The Board of Trustees shall, at its first meeting after each annual meeting of the members of this Corporation, elect a Secretary and Treasurer, of the said Corporation, who need not be Trustees.

**Additional Officers** SECTION 4. The Board of Trustees may appoint such other officers and agents as it shall deem necessary, who shall have such authority and perform such duties as may from time to time be determined by the Board of Trustees.

SECTION 5. The Officers of this Corporation, except the ex-officio Officers, shall hold office for one year and until their respective successors are chosen and qualified.

## ARTICLE V.

### EXECUTIVE COMMITTEE

**Members - Flexible** SECTION 1. There may be an executive committee comprised of not less than three (3) Trustees, including the President and/or the Vice President, which may at stated times or, on notice by the President or the Vice President, meet during the intervals between the meetings of the Board of Trustees. The Executive Committee shall consider the interests of the Corporation, the management of its business, and generally perform such duties and exercise such powers as may be directed or delegated by the Board of Trustees from time to time.

The Board may delegate to such committee authority to exercise all the powers of the Board, excepting power to amend these By-Laws, while the Board of Trustees is not in session. All actions of the Executive Committee shall be reported to the next regular meeting of the Board of Trustees and recorded in the minutes of that meeting.

## ARTICLE VI.

### COMPENSATION

SECTION 1. Trustees, as such, shall receive no stated salary for their services, but by resolution of the Board of Trustees, the expenses of the attendance, if any, may be allowed for attendance at each regular or special meeting of the Board of Trustees, PROVIDED, HOWEVER, that nothing herein contained shall be construed as precluding any Trustee from serving the Corporation in any other capacity and receiving compensation therefor.

## ARTICLE VII.

### DUTIES OF OFFICERS

**President** SECTION 1. The Chairman of the Board shall, if present, preside at all meetings of the members and of the Trustees, and have general and active management of this Corporation. The Chairman of the Board may execute mortgages, deeds, instruments of conveyance, bonds, notes or other contracts requiring a seal under the seal of the Corporation; also any and all documents and papers of every kind that may be or become necessary to be executed on behalf of this Corporation. The Chairman of the Board shall be ex-officio a member of all standing committees and shall have the general powers of supervision and management usually vested in the office of the Chairman of the Board of a corporation. The Chairman of the Board may delegate any or all of his duties and powers to the President for such term and under such conditions as he shall consider advisable.

**Power to Remove Officers and Members** SECTION 2. There shall be vested in the Chairman of the Board the power and authority and without the necessity to assign any cause, to remove or suspend any elected or appointed officer, or any agent or employee of this Corporation, either permanently or temporarily; also to suspend or remove any member of this Corporation, and also to remove or suspend any elected trustee thereof. Such removal or suspension shall be in writing and shall take effect immediately upon the Chairman of the Board of this Corporation causing notice thereof to be served upon the then Secretary of this Corporation. Such notice may also be given by telegram. Notice of such removal or suspension may also be mailed to or served upon the individual to whom it is applicable, but the giving of notice to the individual to whom it is applicable shall not be a pre-requisite to the taking effect, in the manner herein above provided, of such removal or suspension. Should this power of removal or suspension be exercised by the Chairman of the Board, then authority is hereby vested in the Chairman of the Board to fill any vacancy that is occasioned thereby, by appointment in writing, in which event the individual so appointed shall exercise all the powers, and is hereby expressly given all the power and authority, vested by these By-Laws in the office to which he is so appointed, and he shall hold office until the next annual meeting of the members (in case a Trustee is appointed) or Trustees (in case an Officer is appointed) and until a successor to the person so appointed shall have been elected and shall have qualified. Such appointment shall take effect from the moment a notice in writing to that effect is signed by the Chairman of the Board of this Corporation. Such appointment may also be by telegram. Notice of such appointment may also be mailed to or served upon the Secretary of this Corporation, but the giving of notice to the individual to whom it is applicable, or the service of notice upon the Secretary, shall not be pre-requisite to the taking effect, in the manner herein provided, of such appointment.

SECTION 3. The President shall, in the absence or disability of the Chairman of the Board, perform the duties of the Chairman of the Board, but only the Chairman of the Board shall have the power to appoint members of this Corporation as provided in Section 1 of Article II hereof or to appoint or remove members, officers or trustees, as provided in the preceding section.

**Vice President** SECTION 4. The Vice President shall, in the absence or disability of the President, perform the duties of the President.

**Secretary** SECTION 5. The Secretary shall attend all sessions of the Board of Trustees and all meetings of the members, and act as Clerk hereof, and record all votes and the Minutes of the proceedings in a book to be kept for that purpose; and shall perform like duties for the standing committee when required. He shall give, or cause to be given, all notices of meetings of the Board of Trustees or Members and perform such other duties as may be prescribed by the Board of trustees or by the President, under whose supervision he shall be. He shall have custody of the Corporate Seal, and shall when required so to do, affix the same to any instrument requiring the same, and attest the same by his signature as Secretary. He shall keep an accurate record of the Members of the Corporation, including the date of the appointment or removal of each member.

**Treasurer** SECTION 6. The Treasurer shall have custody of the Corporate funds and securities, and shall keep full and accurate accounts of all receipts and disbursements in books belonging to the Corporation, and shall deposit all monies and valuable effects in the name and to the credit of the Corporation, in such depositories as may be designated by the Board of Trustees.

SECTION 7. He shall disburse the funds of the Corporation as may be ordered by the Board of Trustees, taking proper vouchers for such disbursements, and shall render to the Trustees, at the regular meetings of the Board of Trustees, or whenever they may require it, an account of all his transactions as Treasurer, and of the financial condition of the Corporation. He shall give to the Corporation, a bond if required by the Board of Trustees, in a sum, and with one or more sureties satisfactory to the Board of Trustees for the faithful performance of the duties of his office and for the restoration to the Corporation, in case of his death, resignation, retirement or removal from office, of all books, papers, vouchers, money and other property of whatever kind, in his possession or under his control, belonging to the Corporation.

ARTICLE VIII.

VACANCIES

**How Filled** SECTION 1. If the office of any Trustee, or of any elected officer, agent, or appointed officer, becomes vacant for any reason other than removal by the Chairman of the Board (in which event the vacancy shall be filled as hereinbefore provided), the Board of Trustees, though less than a quorum, may choose a successor or successors, who shall hold office for the unexpired term in respect of which such vacancy occurred. No individual shall be so chosen by the Board who has not been previously nominated or approved in writing by the Chairman of the Board of this Corporation.

ARTICLE IX

CERTIFICATE OF MEMBERSHIP

**Certificates** SECTION 1. The Secretary is hereby authorized and empowered to execute and deliver to each member of this Corporation, a certificate evidencing the fact that he is a member of the Corpora-

tion; such certificate shall bear the seal of the Corporation, and be attested by the Secretary. But no certificate of membership shall be issued to an individual who has not been appointed in writing by the President.

ARTICLE X.

SEAL

**How Identified** SECTION 1. The Corporation shall have a Corporate Seal of which the impression set opposite this section shall be an identification.

ARTICLE XI.

INSPECTION OF BOOKS

SECTION 1. The Board of Trustees shall determine from time to time, when and under what conditions and regulations the accounts and books of this Corporation shall be open to inspection of the Members.

ARTICLE XII.

FISCAL YEAR

SECTION 1. The fiscal year shall begin on the first day of October in each year.

ARTICLE XIII.

NOTICES

**How Given** SECTION 1. Whenever under the provision of these By-Laws, notice is required to be given, to any Trustee, Officer or Member (including notices of removal or suspension), it shall not be construed to mean personal notice, but such notice may be given in writing by depositing the same in the Post Office or letter box, in a postpaid, sealed wrapper, addressed to such Trustee, Officer, or Member, at such address as appears on the books of the Corporation, or in default of such address, to such Officer, Trustee, or Member at the general Post Office in Atlanta, Georgia, and such notice shall be deemed to have been given and served at the time when it is mailed.

**Waiver of Notice**

SECTION 2. Any Trustee, Officer, or Member may waive any notice required to be given under these By-Laws.

ARTICLE XIV.

AMENDMENT AND REPEAL OF BY-LAWS

Section 1. These By-Laws may be amended provided that the amendment has been approved by the unanimous written consent of all the Trustees or by the affirmative vote of two-thirds (2/3) of all the Trustees at any meeting of the Board of Trustees, the notice of which included notice of the proposed amendment.

Section 2. Notice of the proposed amendment shall be submitted to the Board, in writing, at least one month before such amendment is voted upon. Unless the vote of the Board be unanimous the proposed alteration must be postponed for another month, and must then receive an eight-ninths vote of the entire Board in its favor.

**CERTIFICATE OF SECRETARY**

I, CHARLES M. POWELL

DO HEREBY CERTIFY that I am the \_\_\_\_\_ Secretary of the Salvation Army, a corporation organized and existing under and by virtue of the laws of the State of Georgia; that I am the keeper of the records and of the corporate seal of said corporation, and that the foregoing is a full, complete, true and accurate copy of the By-Laws of said corporation, and that said By-Laws are in full force and effect.

WITNESS my hand and the official seal of said corporation this 29<sup>th</sup> day of September A.D. 20 09



Secretary.

Subscribed and sworn to before

me

this 29<sup>th</sup> day of September A.D. 20 09



Notary Public.

Notary Public, Gwinnett County, Georgia  
My Commission Expires March 10, 2011

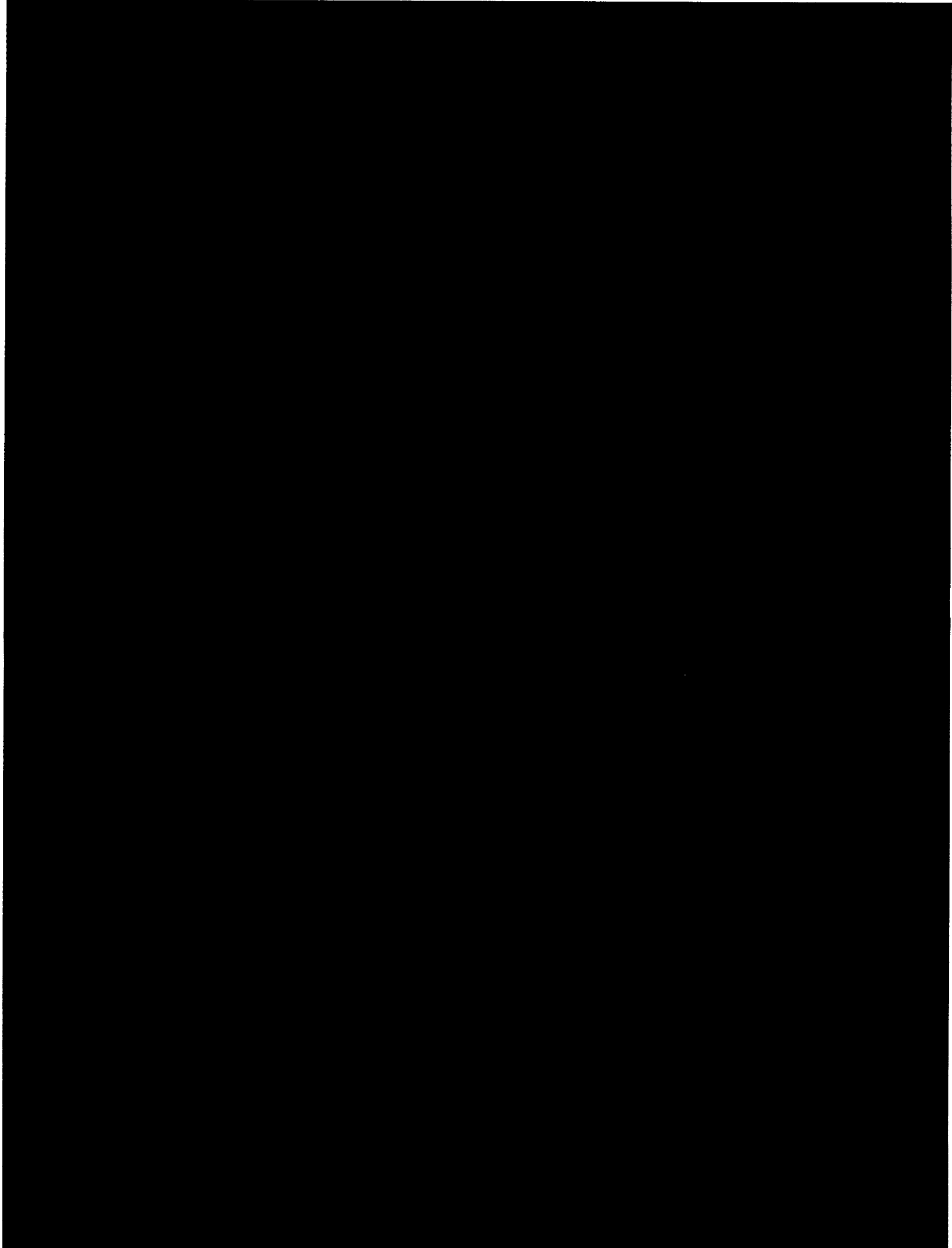


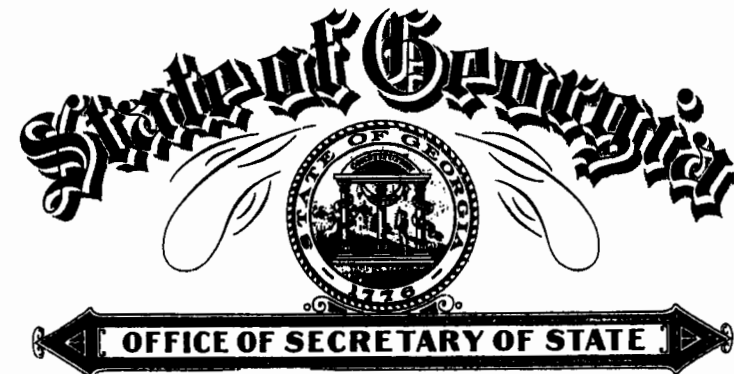
The  
Salvation Army

INCORPORATED  
IN THE  
STATE OF GEORGIA

BY - LAWS

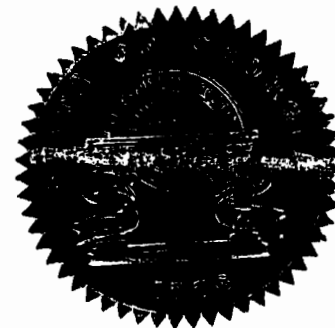






*I, Ben W. Fortson, Jr., Secretary of State  
State of Georgia, do hereby certify, that*

the charter of "THE SALVATION ARMY" was on the 5th day of July, 1946, duly amended, under the laws of the State of Georgia by the Superior Court of Fulton County, reincorporating and renewing its charter for a period of thirty-five years from date of order, in accordance with the certified copy hereto attached and that a certified copy of the charter and amendments, have been duly filed in the office of the Secretary of State and the fees therefor paid, as prescribed by law.



IN TESTIMONY WHEREOF, I have hereunto set my hand  
seal of office, at the Capitol, in the City of Atlanta, th  
of July, in the year of our Lord  
Nine Hundred and Forty-six  
Independence of the United States of America the O  
Seventy-first.

*Ben W. Fortson*  
SECRETARY OF STATE, EX-OFFICIO  
COMMISSIONER OF THE STATE ARCHIVES

## CHARTER AND AMENDMENTS

### *of* **The Salvation Army**

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STATE OF GEORGIA—FULTON COUNTY

*To the Superior Court of said County:*

The petition of William A. McIntyre, Alfred A. Chandler, Albert W. Baillie, Robert Young and Bertram C. Rodda, of the State and County aforesaid, shows:

1. That petitioners by Evangeline Booth, the Commander of The Salvation Army in the United States and in accordance with the regulations and discipline of The Salvation Army, have been designated and appointed to incorporate in the State of Georgia, and pursuant to the laws thereof, the branch of the Christian Church known as The Salvation Army, and petitioners as thus designated and appointed and pursuant to such designation and appointment, desire for themselves, their associates and successors to be incorporated and made a body politic under the laws of the State of Georgia for a period of 20 years, with the privilege of renewal at the expiration thereof as provided by law.

2. The name of said Corporation is and shall be

#### THE SALVATION ARMY

3. That the purposes for which this corporation is formed is the location of a church belonging thereto and located in the County of Fulton, and for the purpose of promoting the cause of Christian religion, charity and education in other localities and throughout the State of Georgia and elsewhere.

4. That the further purpose for which this Corporation is formed is the administration of the temporalities and the management of the property and estate in the State of Georgia of said branch of the Christian Church known as The Salvation Army; to further the work of The Salvation Army, and to engage in religious, in charitable, in educational, in missionary, in philanthropic work and particularly in religious, in charitable, educational, missionary and philanthropic work of the character that has been and is being conducted by the branch of the Christian Church known as THE SALVATION ARMY, and to do everything and to act and carry on every kind of operation necessary and incidental to the maintenance of such religious, beneficial, charitable, educational, missionary and philanthropic work, but all of such work shall be conducted not for pecuniary gain or profit.

5. Petitioners pray that said Corporation shall have the right to engage in all of the works and all of the character of works aforesaid, with the rights and powers conferred by law upon Corporations of similar character and particularly the right to acquire, to receive and to hold both real and personal property as it may desire; and to acquire, to receive and hold both real and personal property, of and for religious societies and associations belonging to such branch of the Christian Church known as The Salvation Army, and to execute trusts thereof, and also from time to time to transact any business and carry on any work or operations in connection with or for the purpose of the foregoing, but at no time for pecuniary profit; to enter into, make, perform and carry out contracts of every kind, and for any lawful purpose; to issue bonds or obligations of said Corporation and secure the same by trust deed, mortgage, pledge or otherwise if deemed best or necessary by said Corporation, and to dispose of the same; to take and hold, by lease, gift, purchase, grant, devise or bequest, any property (real and personal) for the objects of said Corporation; to borrow money for the purposes of the Corporation and to issue bonds therefore, and to secure the same by mortgage, trust deed or otherwise.

6. That the place where the principal business of said Corporation is to be transacted is the City of Atlanta, State of Georgia.

7. Petitioners further pray for the right to enact such Constitution, Laws, Rules, Regulations and Disciplines and to elect such Directors and Trustees as may be deemed necessary from time to time to carry on the work of this corporation as a branch of the Christian Church known as The Salvation Army. That the members of this Corporation shall consist of such officers or members of said branch of the Christian Church known as The Salvation Army as are from time to time designated and appointed thereto by the then Commander of The Salvation Army in the United States and shall be subject to removal by said Commander.

COLQUITT & CONYERS

Attorneys for Petitioners

904 Atlanta Trust Company Building.

Filed in office, this the 21st day of December, 1926.

T. C. MILLER, Clerk.

#### CERTIFICATE OF INCORPORATION

In the Superior Court of said County, January Term, 1927.

WHEREAS, William A. McIntyre, Alfred A. Chandler, Albert W. Baillie, Robert Young and Bertram C. Rodda having filed in the office of the Clerk of Superior Court of said County their petition seeking the formation of a corporation to be known as THE SALVATION ARMY for the purposes set out in said petition for charter, and having complied with the statutes in such cases made and provided, and upon hearing of said petition, the court being satisfied that the application is legitimately within the purview and intention of the Civil Code

1910, and the laws amendatory thereof, it is hereby ordered and declared that said application is granted, and the above named petitioners and their successors are hereby incorporated under the said name and style of THE SALVATION ARMY for and during the period of twenty years, with the privilege of renewal at the expiration of that time, according to the provisions of the laws of this State, and said Corporators and their successors are hereby clothed with all the rights, privileges and powers, mentioned in said petition, and made subject to all the restrictions and liabilities fixed by law.

This January 20th, 1927.

EDGAR E. POMEROY,

Judge Superior Court, Fulton County, Georgia.

STATE OF GEORGIA—COUNTY OF FULTON.

I, T. C. Miller, Clerk Superior Court, Fulton County, Georgia, do hereby certify that the within and foregoing is a true and correct copy of the Petition of Wm. A. McIntyre, et al. to be incorporated under the name and style of THE SALVATION ARMY with order thereon granting same, all of which appears on file and record in this office.

(Seal)

Witness my hand and official seal  
this 24th day of January, 1927.

T. C. MILLER,  
Clerk Superior Court, Fulton County, Georgia.

**FIRST AMENDMENT**

STATE OF GEORGIA—FULTON COUNTY.

*To the Superior Court of Said County.*

The Petition of THE SALVATION ARMY INCORPORATED, shows to the Court as follows:

1. Your petitioner is a corporation chartered by order of THE HONORABLE SUPERIOR COURT of Fulton County, Georgia, on the 20th day of January, 1927, as THE SALVATION ARMY INCORPORATED.

2. Since the original order of incorporation on January 20th, 1927, Petitioner has been fully organized and has been and is now transacting business under said charter.

3. Petitioner shows that at a meeting of the Board of Trustees of the aforementioned corporation, held on May 17th, 1927, the trustees voted to procure an amendment to the charter of the Corporation, (thereby to give the said corporation) power to acquire, convey and the administration of the temporalities and the management of property and

estate in the STATE OF GEORGIA IN THE UNITED STATES AND ELSEWHERE, without in any way limiting or conditioning the power so granted by the original charter.

4. That the purpose for which your petitioner prays that its original charter be amended is that the said SALVATION ARMY INCORPORATED shall be empowered and granted, by right of amendment to charter, administration of the temporalities and the management of property and estate both, real and personal, in the STATE OF GEORGIA, THE UNITED STATES AND ELSEWHERE, of the said corporation known as THE SALVATION ARMY INCORPORATED; to further the work of THE SALVATION ARMY INCORPORATED, in religious, in charitable, in educational, in missionary, in philanthropic work, particularly in religious, in charitable, educational, missionary, philanthropic work of the character that has been and is now being conducted by the branch of the Christian Church known as THE SALVATION ARMY INCORPORATED, and to do everything and to act and carry on every kind of operation necessary and incidental to the maintenance of said religious, beneficial, charitable, educational, missionary and philanthropic work, but all of such work shall be conducted not for pecuniary gain or profit.

5. Wherefore your petitioner prays that its charter may be amended to the effect that the said corporation shall hereafter be empowered to acquire, convey, administer, and manage property and estate in THE STATE OF GEORGIA THE UNITED STATES AND ELSEWHERE.

W. A. MCINTYRE,

Vice-President of the Board of Trustees

Filed May 17th, 1927.

T. C. MILLER.

**EXHIBIT A**

There was this 17th day of May, 1927, a meeting held of the Board of Trustees of THE SALVATION ARMY INCORPORATED, in pursuance of a call duly sent out as provided in the By-Laws of the said Corporation.

IT WAS RESOLVED THAT THE charter of the said corporation be amended to the effect that the corporation shall hereafter be empowered to acquire, convey, administer, and manage property and estate in THE STATE OF GEORGIA THE UNITED STATES AND ELSEWHERE, as described by section four of the foregoing petition.

I, A. W. Baillie, do hereby certify that I am the Secretary of the Board of Trustees, and that the foregoing is a true and correct copy of the resolution which was unanimously adopted by the Board of Trustees on May 17th, 1927.

IN WITNESS WHEREOF I set my hand and seal of said corporation on the Seventeenth day of May, 1927.

(Seal)

ALBERT W. BAILLIE, *Secretary.*

STATE OF GEORGIA—COUNTY OF FULTON.

*In the Superior Court of said County—Term 1927.*

Whereas, The Salvation Army Incorporated, having filed in the office of the Clerk of Superior Court of said County its petition seeking an amendment to its charter of incorporation for the purposes set out in said petition for amendment, and having complied with the statutes in such cases made and provided, and upon the hearing of said petition, the Court being satisfied that the application is legitimately within the purview and intention of the Civil Code of 1910 and the laws amendatory thereof, it is hereby ordered and declared that the said application is granted, and that the charter of the above named corporation be amended thereby, to give the said corporation power to acquire, convey, and the administration of the temporalities, and the management of property and estate, both real and personal, in the State of Georgia, in the United States and elsewhere.

This 23rd day of August, 1927.

EDGAR E. POMEROY,

Judge Superior Court, Fulton County, Georgia.

Filed May 17th, 1927.

Recorded September 3rd, 1927.

T. C. MILLER, *Clerk Superior Court.*

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**SECOND AMENDMENT**

STATE OF GEORGIA—COUNTY OF FULTON.

*To the Superior Court of Fulton County:*

The petition of The Salvation Army respectfully shows to the Court as follows:

1. That it is a duly chartered corporation having its principal offices in the State and County aforesaid, its Charter having been granted by this Court on the 20th day of January, 1927.

2. Petitioner now desires that its Charter be amended as follows:

By eliminating Sections 3 and 4 of its original Charter and substituting in lieu thereof the following:

That the purposes of this corporation shall be the engaging in religious, charitable, educational, philanthropic, missionary and other eleemosynary work; the operations of schools, hospitals, homes for the training of its officers; lodging shelters for the poor; homes for the rescue of immoral persons; children's homes and homes for the aged

poor; places for religious meetings; places of rest or recuperation for the sick and convalescent, and all other forms of social service work.

By eliminating Section 5 of its original Charter and substituting in lieu thereof the following:

Petitioner prays that said corporation shall have the right to engage in all of the works and all of the character of works as aforesaid, and all the rights and powers conferred by law upon corporations of similar character and particularly the right to acquire, to receive and hold both real and personal property as it may desire for the purpose of said corporation; and to execute trusts thereof; and also from time to time to transact any business and carry on any work or operation in connection with or for the purpose of the foregoing, but at no time for pecuniary profit; to enter into, make, perform and carry out contracts of every kind and for any lawful purpose; to issue bonds and other evidences of the corporation and secure same by mortgage, trust deed or otherwise, if deemed best or necessary by said corporation; and to dispose of same; to take and hold by lease, gift, purchase, devise or bequest real and personal property for the objects of said corporation; to borrow money for the purposes of the corporation; and to issue bonds or other evidences of indebtedness therefor; and to secure the same by mortgage, trust deed or other form of security.

Petitioner further prays that it shall have the power, in furtherance of its religious, charitable, educational, philanthropic, missionary and social service work of all kinds, to operate hospitals, homes for the indigent and infirm, lodging houses, and other centers of social service work; to buy and supply to its officers, members, employees, constituent institutions articles, goods and appliances used by The Salvation Army; to establish, foster and maintain homes for the poor; and its philanthropies and its religious teachings.

By eliminating Section 7 of its original Charter and substituting in lieu thereof the following:

Petitioner further prays for the right to enact such Constitutions, Laws, Rules, Regulations and Disciplines and to elect such direct trustees as may be deemed necessary from time to time to carry on its religious, charitable, educational, missionary, philanthropic and social service work. That the members of this corporation shall consist of such officers or members of The Salvation Army as are from time to time designated and appointed by the then Commander of The Salvation Army in the United States and shall be subject to removal by the Commander.

3. That such changes were duly authorized at the meeting of the Board of Trustees held on the 10th day of December, 1931, as shown by a certified copy of extract from the minutes of said meeting herewith and marked "Exhibit A".

WHEREFORE, petitioner prays that, after compliance with the requirements of law its Charter be amended as requested.

JOHN R. CURRAN,  
Attorney for Petitioner,  
54 Ellis Street, Atlanta, Georgia.

Filed in office this 10th day of December, 1931.

J. W. SIMMONS,  
Clerk, Superior Court,  
Fulton County, Georgia.

#### ORDER AMENDING CHARTER

GEORGIA—FULTON COUNTY.

*In the Superior Court of Said County, January Term, 1932.*

WHEREAS, The Salvation Army, a corporation organized and existing under and by virtue of the laws of the State of Georgia, having filed in the office of the Clerk of the Superior Court of said County its petition asking an amendment to its charter of incorporation for the purposes set out in said petition for amendment, and having complied with the statutes in such cases made and provided, and upon the hearing of said petition, the Court being satisfied that the application is legitimately within the purview and intention of the Civil Code of 1910 and the laws amendatory thereof, it is hereby ordered and declared that the said application is granted and that the Charter of the above named corporation be amended thereby.

This 9th day of January, 1932.

VIRLYN B. MOORE,

Judge Superior Court, Fulton County, Georgia.

STATE OF GEORGIA—COUNTY OF FULTON.

I, J. W. Simmons, Clerk, Superior Court, Fulton County, Georgia, do hereby certify that the within and foregoing is a true and correct copy of the application of The Salvation Army to amend its charter and the order of Court thereon granting same, all of which appears on file and record in this office.

WITNESS my hand and seal of office this 18th day of January, 1932.

J. W. SIMMONS,  
Clerk, Superior Court, Fulton County, Georgia.

#### THIRD AMENDMENT

GEORGIA—FULTON COUNTY.

*To the Superior Court of Said County:*

The petition of The Salvation Army respectfully shows as follows:

1. That your petitioner was duly incorporated by order of the Superior Court of Fulton County, Georgia, under date of January 20, 1919, and said charter has been duly amended by order of the same Court under dates of August 23, 1927 and subsequently amended on the day of January 1932, which latter amendment, together with the order thereon, was established as a true and correct copy by the Honorable John D. Humphries under date of September 5, 1936.

2. Said corporation was in existence at the time of the enactment of the Corporation Act of Georgia, duly approved January 28, 1938, and is therefore entitled to rights and privileges conferred on corporations by said Act.

3. At the Annual Meeting of said corporation, held according to By-Law provisions on the 23rd day of October, 1945, the following resolution was unanimously adopted, and has been duly approved by the President of said corporation, as follows:

1. That the Charter of this Corporation be extended for a period of thirty-five years and that the Corporation be re-incorporated under the Corporation Act of 1938, approved January 28, 1938, with all rights, powers, and privileges so conferred on a non-profit Corporation; together with the extended powers granted under the Eleemosynary and Religious Corporation Act, approved February 17, 1943.
2. To add to paragraph or section 5 of the original charter, as amended, the following specific right: "To hold, purchase, rent, lease, mortgage, pledge, sell or convey real estate and personal property in this State and elsewhere," as defined in said Corporation Act of 1938.

WHEREFORE, petitioner prays that said Charter be renewed for a period of thirty-five (35) years from the date of the order and that the amendments as set out in the foregoing resolution be incorporated into the Charter, and that said Corporation be re-incorporated under the Corporation Act approved January 28, 1938, with all of the extended powers granted Eleemosynary and Religious Institutions under the Corporation Act approved February 17, 1943, together with all other powers and privileges conferred upon corporations of like kind under the laws of the State of Georgia.

ROBERT H. JONES,

Attorney for Petitioner

1042 Citizens & Southern Bank Building.

GEORGIA—FULTON COUNTY.

Personally appeared before me, a Notary Public in and for said State and County, William Groom, who being duly sworn, on oath deposes and states that he is Secretary of The Salvation Army, A Georgia Corporation, and that the facts set out in the foregoing petition are true and he certified that the resolution referred to in the foregoing petition was unanimously passed by all members present at the Annual Meeting, which was properly called under due notice, according to the By-Law regulations, and that said resolution has likewise been consented to and approved by the President of said Corporation.

(Signed) WILLIAM GROOM.

Sworn to and subscribed before me  
this 3rd day of July, 1946.

(Signed) MARY NIX

Notary Public, Georgia, State at Large

My commission expires January 11, 1948.

**Consent to Amendment**

THE CHARTER OF THE SALVATION ARMY,  
A GEORGIA CORPORATION.

I, Ernest I. Pugmire, President of The Salvation Army, a corporation organized and existing under and by virtue of the laws of the State of Georgia, do hereby, in writing, consent to and approve of the proposed amendment and renewal of the charter of The Salvation Army, a Georgia corporation, as set forth in the above petition and under the resolution adopted at the Annual Meeting reading as follows:

1. That the Charter of this Corporation be extended for a period of thirty-five years and that the Corporation be re-incorporated under the Corporation Act of 1938, approved January 28, 1938, with all the rights, powers, and privileges so conferred on a non-profit Corporation; together with the extended powers granted under the Eleemosynary and Religious Corporation Act, approved February 17, 1943.
2. To add to paragraph or section 5 of the original charter, as amended, the following specific right: "To hold, purchase, rent, lease, mortgage, pledge, sell or convey real estate and personal property in this State and elsewhere," as defined in said Corporation Act of 1938.

This the 18th day of May, 1946.

(Signed) ERNEST I. PUGMIRE, *President.*

Witness:

(Signed) WM. C. ARNOLD, *Vice-President.*

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**ORDER**

The above and foregoing petition of The Salvation Army read and considered and ordered filed and it appearing to the undersigned Judge said Court that the application is legitimately within the purview and intention of the laws of the State and that all legal requirements have been met;

It is ORDERED AND ADJUDGED that said petition be granted that said Charter be amended as set out in the foregoing resolution the corporate existence be extended for a period of thirty-five (35) years with all the powers and privileges as granted under the several statutes referred to, with all of the immunities authorized by the laws of this State.

This 5th day of July, 1946.

WALTER C. HENDRIX.

Judge Superior Court, Atlanta Circuit

Filed in office this the 5th day of July, 1946.

D. W. BROWN, *Deputy Clerk.*

**PUBLISHER'S AFFIDAVIT**

STATE OF GEORGIA—COUNTY OF FULTON.

Before me, the undersigned, a Notary Public, this day personally called upon by BARNEY C. PLEVOKAS, who, being first duly sworn, according to law, says that he is the Agent of the DAILY REPORT COMPANY, publishers of the FULTON COUNTY DAILY REPORT, the official newspaper in which Sheriff's advertisements in and for said County are published, and a newspaper of general circulation, with its principal place of business in said County, and that there has been deposited with said newspaper the cost of publishing four (4) insertions of said application for Charter RENEWAL & AMENDMENT.

**THE SALVATION ARMY**

once a week for four (4) weeks with the order of the Judge thereon.

BARNEY O. PLEVOKAS

Subscribed and sworn to before me  
this 5th day of July, 1946.

D. W. BROWN, Notary Public,

Fulton, County, Georgia.

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STATE OF GEORGIA—COUNTY OF FULTON.

I, J. W. Simmons, Clerk of the Superior Court, Fulton County, Georgia, do hereby certify that the within and foregoing is a true and correct copy of petition of THE SALVATION ARMY for Charter RENEWAL & AMENDMENT and the order of Court thereon allowing same, all of which appears of file and record in this office.

WITNESS my hand and seal of office, this the 5th day of July, 1946.

J. W. SIMMONS,

Clerk of the Superior Court, Fulton County, Georgia.

STATE OF GEORGIA—COUNTY OF DeKALB.                      November 5, 1980

WHEREAS, The Salvation Army, a corporation organized and existing under the virtue of the laws of the State of Georgia, was incorporated January 20, 1927, for a period of 20 years.

At the Annual Meeting of said corporation, held according to By-Law provisions on the 23rd day of October, 1945, the Board of Trustees adopted a resolution that the Charter of the corporation be extended for a period of thirty-five years and that the corporation be reincorporated under the Corporation Act of 1938, approved January 28, 1938 with all the rights, powers, and privileges so conferred on a non-profit corporation; together with the extended powers granted under the Eleemosynary and Religious Corporation Act approved February 17, 1943, together with all other powers and privileges conferred upon Corporations of like kind under the laws of the State of Georgia.

On the 5th day of July, 1946 said corporation was granted the extension of the corporate existence for a period of thirty-five years.

At the Annual Meeting of said corporation held according to the By-Law provisions on the 5th day of November, 1980, the Board of Trustees adopted a resolution that the Charter of this corporation be deemed to have perpetual duration under the Annotated Georgia Code - § 22-2202 which indicates "Georgia Corporations created prior to the 1968 Act, all of which, of course, are limited to periods of duration of thirty-five years or less as provided in their charters, are automatically granted perpetual duration by the second sentence of subsection (a) (2). Any such corporation wishing to preserve its limited period of duration must amend its charter after the effective date of this Code so as to restate the desired limitation. Otherwise, by reason of subsection (a) (2) it will be deemed to have perpetual duration."