

JAMES H. "JIM" BROWN  
SECRETARY OF STATE  
BATON ROUGE, LOUISIANA

UNITED STATES OF AMERICA  
State of Louisiana

James H. "Jim" Brown  
SECRETARY OF STATE

*As Secretary of State of the State of Louisiana, I do hereby Certify that*

a copy of the Articles of Incorporation of

CHURCH OF SCIENTOLOGY MISSION OF BATON ROUGE, LOUISIANA

Domiciled at East Baton Rouge, Louisiana, Parish of East  
Baton Rouge,

A corporation organized under the provisions of R.S. 1950,  
Title 12, Chapter 2, as amended,

By Act before a Notary Public in and for the Parish of East  
Baton Rouge, State of Louisiana, on February 12, 1987,

Was filed and recorded in this Office on March 4, 1987, the  
date when corporate existence began, and filed in the Record  
of Non-Profit Corporations Book 342,

And all fees having been paid as required by law, the  
corporation is authorized to transact business in this  
State, subject to the restrictions imposed by law, including  
the provisions of R. S. 1950, Title 12, Chapter 2, as  
amended.

*In testimony whereof, I have hereunto set  
my hand and caused the Seal of my Office  
to be affixed at the City of Baton Rouge on.*

March 4, 1987

*Jim Brown*

gm

*Secretary of State*



Ex. III-1-B



ARTICLES OF INCORPORATION  
OF  
THE CHURCH OF SCIENTOLOGY MISSION OF  
BATON ROUGE, LOUISIANA

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ARTICLE ONE

NAME OF THE CORPORATION

The name of the Corporation shall be Church of Scientology Mission of Baton Rouge, Louisiana, 7 Oak Alley, Baton Rouge, Louisiana 70806.

ARTICLE TWO

DURATION OF THE CORPORATION

The duration of the Corporation shall be perpetual.

ARTICLE THREE

PURPOSE OF THE CORPORATION

This corporation is a religious corporation and is not organized for private gain of any person. It is organized under the Louisiana Nonprofit Religious Corporation Law exclusively for religious purposes. Its purpose is to espouse, present, propagate, practice and ensure and maintain the purity and integrity of, the religion of Scientology, as the same has been developed and may further be developed by L. Ron Hubbard to the end that any person desiring participation or participating, in Scientology, may derive the greatest possible good of the spiritual awareness of his Beingness, Doingness and Knowingness. More particularly, the corporation is formed for the purpose of providing a corporate organization through which and by means of which the operations and activities of the Church, which as a church is subject to the ecclesiastical authority of Scientology Missions International, a Nonprofit Religious Corporation, and its respective successors in ecclesiastical authority, may be accomplished. More particularly, without limitation, of the following more specific purposes:

- a. To serve as a means of promulgating and administering the religious faith of Scientology; and
- b. To regulate and conduct religious services, including worship, for its parishioners; and
- c. To conduct other religious and other activities of various kinds; and
- d. To foster and enhance the spiritual welfare of its followers.

## ARTICLE FOUR

### POWER OF THE CORPORATION AND LIMITATIONS THEREON

In the conduct of its activities and the accomplishment of its purposes, the Corporation shall have, shall enjoy, and may exercise, to their fullest extent, all powers which nonprofit corporations are permitted by law to have and to enjoy; PROVIDED HOWEVER, that:

- a. The property of the Corporation is irrevocably dedicated to religious purposes, meeting the requirements for exemption provided by Section 214 of the Revenue and Taxation Code, as amended, and no part of the income or assets of the corporation shall ever inure to the benefit of any private party or individual; and
- b. No substantial part of the activities of the Corporation shall be devoted to attempts to influence legislation, by propaganda or otherwise; and the Corporation shall not participate or intervene, directly or indirectly, in any political campaign on behalf of or in opposition to any candidate for public office; and,
- c. The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1954, or successor statutes of similar import nor shall the Corporation carry on any activities not permitted to be carried on by an organization exempt from Louisiana tax under the appropriate sections of the Revenue and Taxation Code, as amended; and
- d. The Corporation shall not carry on any activities not permitted to be carried on by a corporation described in Section 170 (c) (2), contributions to which are deductible under Section 170(a) of the Internal Revenue Code of 1954, or successor statutes of similar import.

## ARTICLE FIVE

### INITIAL AGENTS FOR SERVICE OF PROCESS

The name and address in the State of Louisiana of this Corporation's initial agents for service of process are:

Mrs. Peggy Westerman  
7 Oak Alley  
Baton Rouge, Louisiana

L. D. Sledge  
Attorney at Law  
333 South Acadian Thruway  
Baton Rouge, Louisiana 70806

## ARTICLE SIX

### NUMBER, NAMES AND ADDRESSES OF INITIAL DIRECTORS OF THE CORPORATION

The number of Directors constituting the Corporation's Board of Directors shall be three (3), and the names and addresses of the persons who are to serve as the Corporation's initial Directors are:

Peggy Westerman  
7 Oak Alley  
Baton Rouge, Louisiana 70806

Mr. Rhett Westerman  
7 Oak Alley  
Baton Rouge, Louisiana 70806

L. D. Sledge  
2125 Richland Avenue  
Baton Rouge, Louisiana 70808

## ARTICLE SEVEN

### NO MEMBERS OF THE CORPORATION

This corporation shall have no members.

## ARTICLE EIGHT

### DISPOSITION OF THE CORPORATION'S ASSETS UPON DISSOLUTION

In keeping with the religious purposes to which the Corporation's property is irrevocably dedicated, upon the winding up and dissolution of the Corporation, and after payment or adequate provision is made for its debts and obligations, the Corporation's remaining assets shall be distributed as follows:

- a. To the appointee of SCIENTOLOGY MISSIONS INTERNATIONAL, a California nonprofit religious corporation, providing such appointee is, at the time of distribution, an organization described in Section 501 (c) (3) of the Internal Revenue Code of 1954, or a successor statute of similar import, which is organized and operated exclusively for religious purposes, and is entitled to tax-exempt status under Section 501 (a) of the Internal Revenue Code of 1954, or a successor statute of similar import, or
- b. Upon failure of said SCIENTOLOGY MISSIONS INTERNATIONAL to make such an appointment, to one or more nonprofit funds, foundations, trusts or corporations which meet such criteria.

ARTICLE NINE

AMENDMENT OF THE CORPORATION'S  
ARTICLES OF INCORPORATION

All amendments of the Articles of Incorporation of this Corporation shall require the approval of the Mission Holder, as defined in the Bylaws, all members of the Board of Directors of the Corporation and said SCIENTOLOGY MISSIONS INTERNATIONAL.

ARTICLE TEN

BYLAWS

The By-laws of this Corporation may only be adopted, amended or repealed with the approval of the Mission Holder, all members of the Board of Directors of the Corporation and said SCIENTOLOGY MISSIONS INTERNATIONAL.

ARTICLE ELEVEN

MERGER, SALE OF ASSETS  
AND ENCUMBRANCE

The principal terms of (i) any merger between this Corporation and any other corporation, or (ii) any sale or encumbrance of all or substantially all of the assets of this Corporation shall be approved prior to any merger, sale or encumbrance by said SCIENTOLOGY MISSIONS INTERNATIONAL.

IN WITNESS WHEREOF, THIS WAS DONE AND PASSED, before me, in Baton Rouge, Louisiana, on the 12th day of February, 1987, in the presence of the undersigned competent witnesses, residing in the Parish of East Baton Rouge, after due reading of the whole.

Nicholas Allebeuridge  
Witness

Leonard J. [Signature]  
INCORPORATOR

Linda H. Guffey  
WITNESS

SWORN TO AND SUBSCRIBED BEFORE ME ON THIS THE 12th DAY  
OF February, 1987.

[Signature]  
NOTARY PUBLIC

UNITED STATES OF AMERICA  
State of  Louisiana

James H. "Jim" Brown  
SECRETARY OF STATE

*As Secretary of State, of the State of Louisiana, I do hereby Certify that the annexed transcript was prepared by and in this office from the record on file, of which purports to be a copy, and that it is full, true and correct.*

*In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on.*

*Jim Brown*

*Secretary of State*







BYLAWS  
OF  
CHURCH OF SCIENTOLOGY MISSION OF  
THE DIANETICS CENTER OF BATON ROUGE

(A Nonprofit Religious Corporation formed and operated pursuant to the laws of the State of Louisiana)

PREAMBLE

The Church of Scientology Mission of Baton Rouge, Louisiana; d/b/a The Dianetics Center of Baton Rouge (hereinafter referred to as "the Corporation"), an association of persons having incorporated exclusively for religious purposes under the laws of the State of Louisiana as the same related to nonprofit religious corporations, does by these Bylaws prescribe the manner in which and the officers and agents by whom such purposes shall be accomplished.

ARTICLE I

The Corporation shall accomplish its purposes through and by any means of the operations and activities of a church known as the "Church of Scientology Mission of Baton Rouge, Louisiana, d/b/a The Dianetics Center of Baton Rouge."

The Church is and shall be one of the many churches within and without the United States which have been and will be organized for the purposes of the religion of Scientology, all bound together as elements of one international and hierarchical church by voluntary and self determined agreement upon and adherence to the following:

1. The goals, tenets, doctrines, codes, creed, policies and practices set forth in the Scriptures (as hereinafter defined); and Mission Bylaws
2. Recognition of the ecclesiastical authority of the hierarchy of the Mother Church for Missions; and
3. Governance in ecclesiastical matters by said hierarchy.

The Directors, officers and agents of the Corporation shall be bound by and shall observe the foregoing to the end that the operations and activities of this Corporation shall support and maintain the Church as a church of Scientology in good standing with the Mother Church for Missions; subject, however, at all times and in every respect to the paramount requirement of observance of and compliance with all applicable laws, and the provisions of the Articles and of these Bylaws.

## ARTICLE II DEFINITION OF TERMS

As they are used in these Bylaws:

- a. "Articles" shall mean the Articles of Incorporation of this Corporation filed on \_\_\_\_\_, as may be amended from time to time.
- b. "Bylaws" shall mean the code of rules prescribed herein, which are subordinate in authority to the Corporation's Articles and which are to be used, adopted and recognized for the regulation and management of the affairs of the Corporation.

c. "Religion of Scientology" and "Scientology" shall mean the religion, doctrines, beliefs, tenets, practices, applied religion philosophy and technology for its application as developed by L. Ron Hubbard and as the same may hereafter be developed by L. Ron Hubbard.

d. "Scriptures" shall mean the writings and recorded spoken words of L. Ron Hubbard with respect to Scientology and organizations formed for the purposes thereof.

e. "Mother Church for Missions" and "hierarchy of the Mother Church for Missions" shall mean the ecclesiastical hierarchy presently organized and operating under the aegis of Scientology Missions International, a Nonprofit Religious Corporation, and its respective successors in ecclesiastical authority, and shall not mean or be construed to mean or refer to said Nonprofit Religious Corporation.

f. "Mission Holder" shall mean that individual entrusted by the Mother Church for Missions and the Church with the communication and dissemination of the Scriptures to this Church for the parish and the handling of all other ecclesiastical matters.

g. "Parish" shall mean that geographical area for which this Church has been Chartered by the Mother Church for Missions and the population thereof.

h. "Notice" shall mean written notice actually received by the prescribed recipient not less than three (3) days prior to the event of which notice is given, written notice actually delivered to the prescribed recipient not less than three (3) days prior to the event of which notice is given, or written notice mailed to the prescribed recipient of the notice, by first class mail not less than five (5) days prior to the event of which notice is given.

i. "Mailed" shall mean deposited in the United States mail, postage prepaid, addressed according to the records of the Corporation.

j. Unless the context in which they are used clearly requires otherwise, terms denoting number shall include both the singular and the plural, and terms denoting gender shall include all of the masculine, feminine, and the neuter.

### ARTICLE III

#### PURPOSES

This corporation is a religious corporation and is not organized for the private gain of any person. It is organized under the Louisiana Nonprofit Religious Corporation Law exclusively for religious purposes. Its purpose is to espouse, present, propagate, practice and ensure and maintain the purity and integrity of, the religion of Scientology, as the same has been developed and may be further developed by L. Ron Hubbard to the end that any person desiring participation or participating, in Scientology may derive the greatest possible good of the spiritual awareness of this Beingness, Doingness and Knowingness. More particularly, the Corporation is formed for the purpose of providing a corporate organization through which and by means of which the operations and activities of the Church, which as a church is subject to the ecclesiastical authority of Scientology Missions International, a Nonprofit Religious Corporation, and its respective successors in ecclesiastical authority, may be accomplished. More particularly, the Corporation is formed for the accomplishment, without limitation, of the following more specific purpose:

- a. To serve as a means of promulgating and administering the religious fate of Scientology; and
- b. To regulate and conduct religious services, including worship, for its parishioners; and
- c. To conduct other religious and other activities of various kinds; and
- d. To foster and enhance the spiritual welfare of its followers.

It is the belief of the Church that Scientology is the organization of the fundamentals of existence into axioms and workable technologies in the tradition of the exact sciences for resolving problems of life and through and for the freedom of the human spirit. That he who asks a question is closest to the answer, that every question contains its own answer, and further that every problem contains its own solution, and that the technologies of Scientology are of such a nature that a person with a question or a problem may be spiritually assisted or guided to the end that the person is able to answer his own question and resolve his own problems. Scientology technology is a body of truths and methods of application, developed by L. Ron Hubbard from his observations and research, which when correctly applied can reveal the soul of man, extend his knowledge of the infinite Being to him, and make known what is knowable about God.

Believing that man's best evidence of God is the God he finds within himself, and trusting with enduring faith that the Author of the Universe

intended life to thrive within it, the Corporation is founded with following general goals:

- a. Establishment of a religious body and entity in its Parish to promote, protect, administer and encourage the religion of Scientology and its goals;
- b. Foundation, construction and use of a church, establishments, tutorial schools, parsonages, centers of training and other centers in its Parish, for the teaching, dissemination and administration of the religion of Scientology, which aspires to the religious and ethical guidance and improvement of the individual character, and also to better and clarify the human spirit;
- c. Publication and distribution of religious literature and other sectarian aids in order to propagate and disseminate Scientology;
- d. Establishment of religious cultural centers; and
- e. Minister to the spiritual needs of the parishioners and congregants of the Church through the conduct of services, both group and individual.

#### ARTICLE IV

##### Creed

The Church subscribes, and its object is and purposes are that all of Mankind may subscribe to and practice the following Creed:

of the Church believe:

- That all men of whatever race, color or creed were created with equal rights.
- That all men have inalienable rights to their own religious practices and their performance.
- That all men have inalienable rights to their own lives.
- That all men have inalienable rights to their sanity.
- That all men have inalienable rights to their own defense.
- That all men have inalienable rights to conceive, choose, assist and support their own organizations, churches and governments.
- That all men have inalienable rights to think freely, to talk freely, to write freely their own opinions and to counter or utter or write upon the opinions of others.
- That all men have inalienable rights to the creation of their own kind.
- That the souls of men have the rights of men.
- That the study of the mind and the healing of mentally caused ills should not be alienated from religion or condoned in nonreligious fields.
- And that no agency less than God has the power to suspend or set aside these rights, overtly or covertly.

And we of the Church believe:

- That man is basically good.
- That he is seeking to survive.
- That his survival depends upon himself and upon his fellows, and his attainment of brotherhood with the Universe.

And we of the Church believe that the laws of God forbid Man:  
To destroy his own kind  
To destroy the sanity of another  
To destroy or enslave another's soul  
To destroy or reduce the survival of one's companions or one's group.

And we of the Church believe:  
That the spirit can be saved and  
That the spirit alone may save or heal the body.

#### ARTICLE V

##### Membership

Section 1. Classification. The Corporation shall have no members. It shall instead have parishioners who shall not be entitled to vote.

Section 2. Purpose of Affiliation. The Church believes that a person participating in the spiritual exercises of the Church may profit to such an



expect that the person may become aware of his spiritual nature, capable of self determination, self discipline and a realization of his creative abilities; thus ordinary problems of life should be easily resolved or be of little or no concern. Therefore, such a person would be better able to contribute to the welfare of his fellow man, Society and the Nation. Such a state of Beingness of Mankind is the goal of the Church.

The Church further believes that man's attainment of advanced levels of spiritual awareness frees the spirit from the mind and body giving the spirit immortality. This in turn will increase life and livingness while diminishing the influence of death or death like factors which act as stops and distractions to life.

During the term of affiliation with the Church, the parishioners shall agree to abide by the Scriptures, especially the Creed, Auditor's Code and the Scientology Code of Honor.

#### ARTICLE VI

##### Mission Holder

Section 1. Purpose. The Mission Holder shall be the liaison between the Corporation and the Mother Church for Missions. In addition the Mission Holder shall annually select and appoint directors.

Section 2. Qualifications. A Mission Holder shall possess and continue to possess the following qualifications:

- a. Well-versed in the Scriptures;
- b. Well-versed in the Scientology Ethics and Justice System;
- c. In Good Standing with the Mother Church for Missions.

Section 3. Death, Resignation or Disqualification.

In the event the Mission Holder dies, resigns or becomes disqualified for failure to continue to meet the qualifications set forth in Section 2 of the Article VI, the person holding the senior ecclesiastical post in the Mother Church for Missions shall appoint a new Mission Holder.

#### ARTICLE VII

##### Board of Directors

Section 1. Function and Authority of the Board.

a. Generally. The activities and affairs of the Corporation, as distinguished from the ecclesiastical affairs of the Church, shall be managed and conducted, and all corporate powers shall be exercised, by or under the direction of a Board of Directors ("Board"), consisting of three (3) natural persons. The authorized number of Directors may be changed by a bylaw amending this Section (a) duly adopted by the unanimous vote of the then authorized Director, or Directors. The Board in general shall have all applicable powers conferred,

permitted, or authorized by law as directors of a nonprofit religious corporation, including the power to purchase, lease, encumber by mortgage or deed of trust, sell, pledge and convey property of the Corporation, and to borrow funds for the use and benefit of the Corporation. The Board; shall have access at all times to the books and records of the Corporation.

b. Particular Functions. More particularly, and without limiting its power and authority in general, the Board may, in its sole discretion:

i. Borrow money and incur indebtedness on behalf of the corporation, and cause to be executed and delivered therefor, in the corporate name, promissory notes, bonds, debentures, deeds of trusts, mortgages, pledges, hypothecations, or other evidences of debt and securities therefore;

ii. Make and perform such contracts as are necessary or convenient to attain or further the purposes and objects of the Corporation, as set forth in the Articles and in these Bylaws;

iii. Delegate to the Corporation's officers, or to other agents, regular and special duties of the Board, the delegation of which is permitted by law and consistent with the Articles;

iv. Publish and disseminate books, periodicals, pamphlets, tracts, sermons, films, tapes and pictures in furtherance of the purposes of the Corporation; and

v. Change the principal office of the Corporation from one location to another within its Parish, and establish and locate subsidiary offices of the Corporation within its Parish.

c. Special Duty of the Board. It shall be a special duty of the Board to assure:

i. That no part of the net earnings of the Corporation inures to the benefit of any person;

ii. That no substantial part of the activities of the Corporation are directed to influencing legislation by propaganda or otherwise;

iii. That the Corporation and its agents refrain from participation or intervention in any political campaign on behalf of or in opposition to any candidate for public office;

iv. That the property, assets and net income of the Corporation remain irrevocable dedicated to charitable and religious purposes; and

v. That, upon the dissolution or winding up of the Corporation, its assets remaining after payment of or provisions for payment of all debts and liabilities of the Corporation are distributed to a nonprofit fund, foundation, or corporation which is organized and operated primarily and exclusively for charitable and religious purposes, and which is exempt from general income taxation as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1954, as amended and Section 23701(d) of the Revenue and Taxation code, as amended.

Section 2. Selection and Tenure of Directors

a. Selection. Directors shall be selected annually by the Mission Holder. The Mission Holder shall fill all vacancies on the Board. A Director shall hold office for one year or until his successor is selected by the Mission Holder. A Director may serve a number of consecutive terms.

b. Compensation. A Director shall receive no compensation for his service as a Director, but shall be entitled to reimbursement for expenses incurred on behalf of the Corporation, whether or not such expenses are incurred in his capacity as a Director.

c. Qualifications. In order to serve as a Director and in order to continue to serve as a Director, each Director shall be a person who possesses and continues to possess the following qualities and attributes. That is to say, a person may serve and continue to serve as a Director only so long as he is and remains:

- i. Well-versed in the Scriptures;
- ii. Well-versed in the Scientology Ethics and Justice system;
- iii. In Good Standing with the Mother Church for Missions; and
- iv. Has attained the age of majority.

d. Removal. Upon affirmative action of the Mission Holder, a director may be removed on the following grounds:

- i. Failure to continue to meet the qualifications set forth in subparagraphs (i) through (iii) of subsection (c) above;
- ii. Failure to exercise the duties of a Director in pursuance of the goals, aims and purposes of the Corporation, the Church and Scientology, as set forth in Articles I through IV of these Bylaws.

## Section 3. Meetings of Directors.

a. Call of Special Meetings. Special meetings of the Board may be called by any Director or by the President.

b. Notice. Notice of all special meetings of the Board, or of an annual meeting to be held at a time or place other than a time or place fixed by resolution of the Board, shall be given to each Director.

c. Waiver of Notice. Transactions of any meeting of the Board, however called, however noticed, and wherever held, are as valid as though adopted at a meeting duly held after regular call and notice if a quorum is present and if, either before or after the meeting, each Director not present signs a written waiver of notice and consent to the holding of such meeting. A Director shall be deemed to have waived notice and consented to the holding of a meeting if he votes to approve the minutes thereof or signs a copy of the minutes. All such waivers or consents shall be filed with the minutes of meeting of the Board. Notice of a meeting shall also be deemed given to any Director who attends a meeting without protesting, before or at its commencement, the lack of proper notice to him.

d. Quorum. A majority of the Directors authorized shall constitute a quorum of the Board for transaction of business or for taking of action which may be taken with less than unanimous consent of all Directors.

e. Adjournment. A majority of the Directors present, whether or not a quorum is present, may adjourn any Board meeting to another time and place. Notice of the time and place of holding an adjourned meeting need not be given to absent Directors if the time and place be fixed at the meeting adjourned.

f. Regular, Annual and Special Meetings. Meeting of the Board shall be held no less often than annually. Meetings designated as annual meetings shall be held in the month of June of each year. Meetings other than annual meetings shall be called regular meetings or special meetings. The time and place of annual meetings may be fixed by unanimous resolution of the Board and, once so fixed, shall not be subject to the notice requirements of subsection (c).

g. Use of Conference Telephones. The Board may meet through the use of conference telephone facilities or similar communication equipment, so long as all those participating in the meeting can hear and address one another.

h. Action without a Meeting. Any action required or permitted to be taken by the Board may be taken without a meeting if each Director consents in writing to that action. Such action by written consent shall have the same force and effect as a unanimous vote of the full Board. Such written consent or consents shall be filed with the minutes of the meetings of the Board.

## ARTICLE VIII

### Officers of the Corporation

Section 1. Required Officers. Officers of the Corporation, as distinguished from ecclesiastical posts, shall be elected by majority vote of the Board, and shall include a President, a Secretary, and a Treasurer, each of whom shall serve at the pleasure of the Board. Each of said offices may be held by a person who is also a Director. The Board may elect the same person to the

offices of Secretary and Treasurer. Neither the Secretary nor the Treasurer shall concurrently serve as President of the Corporation.

Section 2. Optional Officers. The Board may elect one or more Vice-Presidents, and one or more Assistant Secretaries and Assistant Treasurers and such other subordinate officers as the Board shall from time to time deem appropriate.

Section 3. Duties of Officers.

a. The President shall have general supervisory responsibility for the business affairs of the Corporation. In addition, he shall perform all other acts and duties which the Board shall direct. The President shall be the Chief Executive Officer of the Corporation, to whom other officers and their agents shall report and be responsible for the proper performance of their duties.

b. The Vice-President, if any, shall carry out such duties on behalf of the Corporation as may be assigned to him by the Board or by the President. In the absence or disability of the President, the duties of the President shall be discharged by the Vice-President.

c. The Treasurer shall be the Chief Financial Officer of the Corporation and shall have custody of its corporate funds, books and financial records. The Treasurer shall have authority to receive and accept money, collect debts, open bank accounts, and make disbursements in the name of the Corporation. The Treasurer shall keep or cause to be kept proper books of account reflecting



all business done by the Corporation and of all monies received and disbursed, shall prepare or cause to be prepared financial statements at the request of the Board. The Treasurer shall deposit all money and other valuables in the name and to the credit of the Corporation, with such depositories as may be designated by the Board. The Treasurer shall disburse funds of the Corporation at the direction of the Board. The Treasurer shall, whenever requested to do so by the President or Board, account for all transactions engaged in or authorized by him as Treasurer.

d. The Assistant Treasurer, if any shall carry out such duties on behalf of the Corporation as may be assigned or delegated to him by the Board, or the President, or by the Treasurer. In the absence or disability of the Treasurer, the Assistant Treasurer shall discharge the duties of the Treasurer.

e. The Secretary shall keep or cause to be kept a book of minutes of all meeting of the Board and of the meetings of any committee for which the Board requires that minutes be kept. The Secretary shall keep or cause to be kept, at the principal office of the Corporation, a copy of these Bylaws. The Secretary shall keep the seal of the Corporation and shall attest all certificates or other legal documents requiring certification on behalf of the Corporation. The Secretary shall record all actions of the Mission Holder taken in regards to the Board as described in these Bylaws.

f. The Assistant Secretary, if any, shall carry out such duties on behalf of the Corporation as may be assigned or delegated to him by the Board, or the President, or by the Secretary. In the absence or disability of the Secretary, the Assistant Secretary shall discharge the duties of the Secretary.

Section 4. Execution of Contracts. Contracts, instruments of conveyance or encumbrance, or other obligations of the corporation may be executed and delivered on behalf of the Corporation by any two (2) officers of the Corporation unless the Board provides otherwise by resolution.

#### ARTICLE IX

##### Liability of Directors and Officers

Directors, Officers, and other agents of the Corporation, and the property of such persons, shall not be subject to or chargeable with payment of Corporation debts or obligations.

#### ARTICLE X

##### Ministers and Affiliation

Section 1. Code of Conduct. This Church shall ask and require from its ordained ministers conformity with the following minister's code (known as the Scientology Auditor's Code), relating to the spiritual ministrations, and guidance of, all parishioners and confessants:

I HEREBY PROMISE AS AN AUDITOR TO FOLLOW THE AUDITOR'S CODE.

1. I promise not to evaluate for the preclear or tell him what he should think about his case in session.
2. I promise not to invalidate the preclear's case or gains in or out of session.
3. I promise to administer only Standard Tech to a preclear in the standard way.
4. I promise to keep all auditing appointments once made.
5. I promise not to process a preclear who has not had sufficient rest and who is physically tired.
6. I promise not to process a preclear who is improperly fed or hungry.
7. I promise not to permit a frequent change of auditors.
8. I promise not to sympathize with a preclear but to be effective.
9. I promise not to let the preclear end session on his own determinism but to finish off those cycles I have begun.
10. I promise never to walk off from a preclear in session.
11. I promise never to get angry with a preclear in session.
12. I promise to run every major case action to a floating needle.
13. I promise never to run any one action beyond its floating needle.
14. I promise to grant beingness to the preclear in session.
15. I promise not to mix the processes of Scientology with other practices except when the preclear is physically ill and only medical means will serve.

16. I promise to maintain communication with the preclear and not to cut his comm or permit him to overrun in session.

17. I promise not to enter comments, expressions or enturbulences into a session that distract a preclear from his case.

18. I promise to continue to give the preclear the process or auditing command when needed in the session.

19. I promise not to let a preclear run wrongly understood command.

20. I promise not to explain, justify or make excuses in session for any auditor mistakes whether real or imagined.

21. I promise to estimate the current case state of a preclear only by Standard Case Supervisor data and not to diverge because of some imagined difference in the case.

22. I promise never to use the secrets of a preclear divulged in session for punishment or personal gain.

23. I promise to never falsify work-sheets of sessions.

24. I promise to see that any donation received for processing is refunded following the policies of the Claims Verification Board, if the preclear is dissatisfied and demands it within three months after processing, the only condition being that he may not again be processed or trained.

25. I promise not to advocate Dianetics or Scientology only to cure illness or only to treat the insane, knowing well they were intended for spiritual gain.

26. I promise to cooperate fully with the authorized organizations of Dianetics and Scientology in safeguarding the ethical use and practice of those subjects.

27. I promise to refuse to permit any being to be physically injured, violently damaged, operated on or killed in the name of "mental treatment".

28. I promise not to permit sexual liberties or violations of patients.

29. I promise to refuse to admit to the ranks of practitioners any being who is insane.

Section 2. Terminations. Affiliation with the Church, certifications, or other special dispensations, or recognitions, shall terminate, by direction of the Board, for the following causes:

- a. Death,
- b. Resignation,
- c. Actions deemed contrary to the principles, purposes, aims, code, ecclesiastical letters, policies, covenants, agreements, the Bylaws of this Corporation and Scientology.

Section 3. Return of Property. Upon any termination, pursuant to Section 2 of this Article X, then the person whose status has been terminated shall be required immediately to return to the Corporation or Church any and all real and personal property issued to such person by this Corporation or Church.

Section 4. Discretion of the Board. Pursuant to the Scriptures, particularly the Ethics and Justice system of Scientology, affiliation may be denied or revoked for cause deemed to be sufficient by the Board in their sole discretion.

ARTICLE XI

Principal Office

The Corporation's principal office shall be located at such place, within the State of Louisiana and within the Church's Parish, as a majority of the Board may, in its discretion, determine from time to time.

ARTICLE XII

Seal

The Corporation shall have a seal, the form of which shall be determined and adopted by the Board.

ARTICLE XIII

Amendments

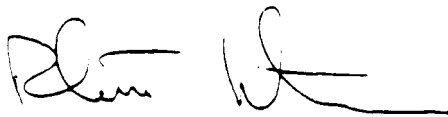
Unless otherwise provided in these Bylaws, these Bylaws can only be adopted, amended or repealed with the approval of the Mission Holder, all members of the Board of Directors of the Corporation and the Mother Church for Missions.


CERTIFICATION

We, the undersigned, do hereby certify:

1. That we are the Directors of The Church of Scientology Mission of Baton Rouge, Louisiana; d/b/a The Dianetics Center of Baton Rouge, a non profit religious corporation incorporated under the laws of the State of Louisiana, and

2. That the foregoing Bylaws constitute the Bylaws of said Corporation, as duly adopted at a meeting of the Directors of said Corporation, held on the \_\_\_\_\_ day of \_\_\_\_\_, 1987.

  
, Director

  
, Director

  
, Director