

ARTICLE OF INCORPORATION

OF

ABIDING HOPE MINISTRIES

AN ALABAMA NON-PROFIT CORPORATION

These Articles of Incorporation are signed and acknowledged by the incorporator for the purpose of forming a non-profit corporation under the provisions of the Alabama Non-profit Corporation Act, as follows:

ARTICLE I

The name of the corporation is: Abiding Hope Ministries

ARTICLE II

The term of the corporation is unlimited and perpetual. In the event of dissolution, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation to any organization or organizations organized and operated exclusively for charitable, educational, or religious purposes as shall at the time qualify as an exempt organization or organizations under and within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law) as the Board of Directors shall determine ("Exempt Organizations"). All Code references in these Articles are to the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law).

ARTICLE III

1. The purpose or purposes of this corporation are as follows:

(a) to operate exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of Section 501(c)(3) of the Code and its Regulations;

(b) The primary purpose of this Corporation is to solicit contributions in cash or in kind to provide food, clothing, toys, furniture, furnishings and cash for individuals and/or families who find themselves in need of resources they do not have.

(c) To enter into any kind of activity, and to make, perform and carry out contracts of any kind, in connection with, and necessary or related to, the accomplishment of the forgoing purposes of the corporation.

2. The corporation shall be empowered to receive and administer funds for the aforesaid purpose or purposes and for no other purpose, and to that end, to take and hold by contract, agreement, devise bequest, gift, purchase, lease, either absolutely or in trust, for such objects and without limitations as to the amount or value, except such limitations, if any, as may be imposed by law; to sell, convey and dispose of any such property, and to deal with such property for any of the aforementioned purposes, without limitations, except such limitation, if any, as may be contained in the instrument under which such property is received; and to exercise any, all and every power to do all lawful acts necessary or desirable to carry out its purposes consistent with the provisions of the Alabama Non-Profit Corporation Act and Section 501(c)(3) of the Code, but not any other power.

3. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes set forth in this Article III. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding anything written above the Directors are entitled to be reimbursed for reasonable expenses in rendering service to the Corporation.

4. Notwithstanding any of the provisions of these Articles of Incorporation, this corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Code and its Regulations, or by an organization to which contributions are deductible under Section 170(c)(2) of the Code of its Regulations.

5. In any year that the organization is treated as a private foundation under Section 509 of the Code, the organization shall not engage in any act of self dealing, as defined in Section 4941 of the Code; the organization shall distribute its income for such taxable year at such time so as not to become subject to tax under Section 4942 of the Code; the organization shall not retain any excess business holdings as defined in Section 4943 of the Code; the organization shall not make any investment so as to subject the organization to tax under Section 4944; and the organization shall not make any taxable expenditures as defined in Section 4945 of the Code.

ARTICLE IV

The location and mailing address of the initial registered office in Alabama is: 129 Hollis Court Road Vincent, Alabama 35178. The name of the initial registered agent at said address is Kurt D Russell.

ARTICLE V

The Corporation shall not have members.

ARTICLE VI

The name and address of the incorporator is as follows:

NAME	ADDRESS
Kurt D. Russell	129 Hollis Court Road Vincent, Alabama 35178

ARTICLE VII

1. The initial Board of Directors shall consist of four (4) directors and the names and addresses of the initial Board of Directors of the corporation who shall serve until their respective successors are elected and qualified are as follows:

NAME:	ADDRESS
Kurt D. Russell	129 Hollis Court Road Vincent, Alabama 35178
Janette R. Russell	129 Hollis Court Road Vincent, Alabama 35178
Wayne Jemison	4040 Hwy 231 Vincent, Alabama 35178
Willis Berryhill	54 Berryhill Lane Harpersville, AL 35078


2. The corporate powers shall be exercised by the Board of Directors, except as otherwise provided by statute, by the Articles of Incorporation, by Bylaws hereafter adopted, and any amendments to the foregoing. The number of Directors of the Corporation shall never be less than three (3) and shall be elected for such term and in such manner as the Bylaws shall prescribe. Any member of the Board of Directors may be removed at any time and without assigning any cause therefor, by the affirmative vote of a majority of the remaining Board of Directors as provided in the Bylaws, and written notification of such removal to such Director so removed, who shall, forthwith upon receipt of such notice, be considered as removed from the Board of Directors.

3. In furtherance, and not in limitation, of the powers conferred by statute, the Board of Directors is expressly authorized to make and alter the Bylaws of this Corporation.

4. Any action required or permitted to be taken at any meeting of the Board of Directors or of any Committee thereof may be taken without a meeting if, prior to such action, a written consent thereto is signed by all members of the Board or of such Committee, as the case may be, and such written consent is filed with the minutes of proceedings of the Board or Committee. Any such written consent shall have the same force and effect as a resolution, duly resolved at a meeting of the Board or such a Committee.

5. The Corporation may, in its Bylaws, confer powers upon its Board of Directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon it by statute.

IN WITNESS WHEREOF, the incorporator has hereunto signed these Articles of Incorporation, on this 16th day of June, 2005.


Kurt D. Russell

STATE OF ALABAMA

COUNTY OF SHELBY

I, the undersigned, a Notary Public in and for said County and State, hereby certify that Kurt D. Russell, whose name in signed as incorporator of Abiding Hope Ministries, an Alabama non-profit corporation, is signed to the foregoing Articles of Incorporation, and who is known to me, acknowledged before me on this day, that being informed of the contents of the Articles of Incorporation he, as such incorporator and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal, this the 16th day of June, 2005.


NOTARY PUBLIC (SEAL)

My Commission Expires 10/31/08

State of Alabama Shelby County

Certificate of Incorporation

Of ABIDING HOPE MINISTRIES, INC

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of ABIDING HOPE MINISTRIES, INC., duly signed and verified pursuant to the provisions of Section Non Profit of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in her by law, hereby issues this Certificate of Incorporation of ABIDING HOPE MINISTRIES, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Official Seal on
this the 20TH day of JUNE, 2005.

Patricia Yeager Fuhrmeister

Patricia Yeager Fuhrmeister
Judge of Probate

