

## ARTICLES OF INCORPORATION OF THOMPSON HIGH SCHOOL BAND ALUMNI ASSOCIATION

The undersigned incorporators are individuals 18 years of age or older and adopt the following articles of incorporation to form a nonprofit corporation.

### ARTICLE I — NAME

The name of this corporation shall be **Thompson High School Band Alumni Association**.

### ARTICLE II — REGISTERED OFFICE ADDRESS

The place in Alabama where the principal office of the corporation is to be located at is **100 Warrior Drive, Alabaster, Alabama 35007**.

### ARTICLE III — PURPOSE

This corporation is organized exclusively for charitable and educational purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**The purposes of this corporation are:**

- **To promote activities including scholarships and support, related to the Thompson High School band and their activities.**
- **To provide information and interaction between students and alumni, to coordinate fundraising efforts, and provide ongoing support to the Thompson High School Band.**
- **To provide a venue for alumni interests including, but not limited to alumni news, band information and band alumni activities.**

### ARTICLE IV — EXEMPTION REQUIREMENTS

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provisions of this document, the organization shall not carry on any other 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 or corresponding section of any future tax code, or by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future tax code.

#### ARTICLE V — MEMBERSHIP/BOARD OF DIRECTORS

This corporation shall have members. The eligibility, rights and obligations of the members will be determined by the organization's bylaws.

The management of the affairs of the corporation shall be vested in a board of directors, as defined by the corporation's bylaws. No director shall have any right, title, or interest in or to any property of the corporation.

The number of directors constituting the initial board of directors is **five (5)**; their names and addresses are as follows:

**Carrie Williams, 444 Lime Creek Bend, Chelsea, Alabama 35043**

**Ken Carden, 4917 Scenic View Drive, Irondale, Alabama 35210**

**Thomas Hart, 138 Old Ivy Road, Calera, Alabama 35040**

**Judy Clark, 113 Hunset Mill Lane, Alabaster, Pelham, Alabama 35124**

**Dan Hudson, 105 Selwyn Abbey, Alabaster, Alabama 35007**

Members of the initial board of directors shall serve until the first annual meeting, at which their successors will be duly elected and qualified, or removed as provided in the bylaws.

#### ARTICLE VI — PERSONAL LIABILITY

No member, officer, or director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers, or directors be subject to the payment of the debts or obligations of this corporation

#### ARTICLE VII - DURATION/DISSOLUTION

The duration of the corporate existence shall be perpetual until dissolution.

Upon the dissolution of the organization, assets of the corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.



## ARTICLE VIII – INCORPORATORS

In witness whereof, we, the undersigned, have hereunto subscribed our names for the purpose of forming the corporation under the laws of the State of Alabama and certify we executed these Articles of Incorporation this **May 16 of 2007**.

W. Thomas Hart

Signature (Incorporator 1)

138 Old Ivy Road, Calera, AL 35040

Address, City, State, ZIP

Daniel Dean

Signature (Incorporator 2)

105 SELWYN ABBEY, ALABASTER AL

Address, City, State, ZIP

Carol P. Williams

Signature (Incorporator 3)

444 Lime Creek Bend Chelsea AL 35043

Address, City, State, ZIP

Ken Guler

Signature (Incorporator 4)

4917 Scenic View Drive, Birmingham, AL 35210

Address, City, State, ZIP

Judy Clark

Signature (Incorporator 5)

113 Hunset Mill Lane Pelham, AL 35124

Address, City, State, ZIP

# State of Alabama Shelby County

## Certificate of Incorporation

### Of Thompson High School Band Alumni Association

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of Alabama Nonprofit Thompson High School Band Alumni Association, 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 Alabama Nonprofit Thompson High School Band Alumni Association and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Official Seal on  
this the 17<sup>th</sup> day of May 2007.

*Patricia Yeager Fuhrmeister*

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Patricia Yeager Fuhrmeister  
Judge of Probate

