

ARTICLES OF INCORPORATION OF BIBLICAL MARRIAGE INSTITUTE, INC.

ARTICLE I NAME

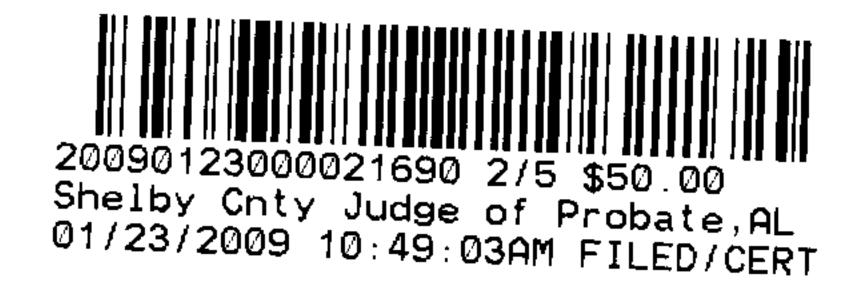
The name of the corporation shall be Biblical Marriage Institute, Inc.

ARTICLE II PERIOD OF DURATION

The period of its duration is perpetual.

ARTICLE III PURPOSE AND POWERS

- 3.1 The purposes for which the corporation is organized are exclusively charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law (the "Code"), and the objects to be carried on and promoted by it are as follows:
 - (1) To glorify Jesus Christ;
 - (2) To teach and advance biblical principles and precepts, particularly those that pertain to marriage and the family;
 - (3) To train godly married couples in the practice of marriage mentoring;
 - (4) To organize and conduct seminars, workshops, and retreats, particularly those that pertain to marriage and the family;
 - (5) Except as expressly negated in these Articles of Incorporation, to do all other acts and pursue all other purposes permitted to nonprofit corporations under the Alabama Nonprofit Corporation Act.
- 3.2 The corporation shall possess and exercise all the powers and privileges granted by the Alabama Nonprofit Corporation Act or by any other law of the State of Alabama, together with all powers necessary or convenient to the conduct, promotion or attainment of the activities or purposes of the corporation (limited only by the restriction set forth in these Articles of Incorporation).
- 3.3 Notwithstanding any other provisions of these articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Code, and the regulations promulgated thereunder, as



amended (the "Tax Regulations"), or by an organization, contributions to which are deductible under Section 170 of the Code and of the Tax Regulations.

- 3.4 Anything herein contained to the contrary notwithstanding, the corporation shall not be operated for private profit and no part of the assets or the net earnings of the corporation shall at any time inure to the benefit of any member, director, officer or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to reimburse expenditures incurred in the performance of their duties by the members, directors, officers and employees and to make payments and distributions in furtherance of the objects and purposes set forth in this Article III.
- 3.5 No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, except as provided in Section 501(h) of the Code.
- 3.6 The foregoing clauses of this Article III shall be construed equally as objects, purposes and powers and the foregoing enumeration of specific objects, purposes or powers shall not be construed or held to limit or restrict in any manner the powers of the corporation expressly conferred by law, except as expressly stated.

ARTICLE IV MEMBERSHIP

There shall be no members of the Corporation.

ARTICLE V REGISTERED AGENT

The address of the initial registered office of the Corporation is 329 Turnberry Road, Birmingham, AL 35244, and the name of the initial registered agent at such address is Alonza D. Jones, Jr.

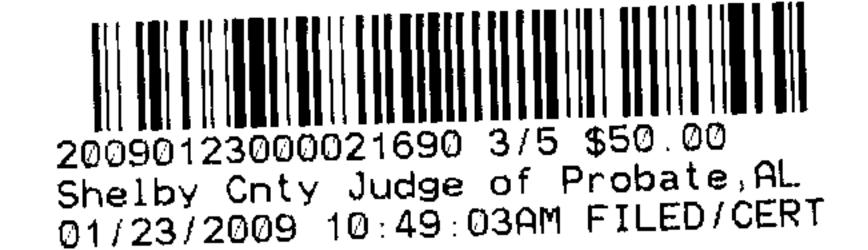
ARTICLE VI BOARD OF DIRECTORS

6.1 The number of Directors constituting the initial Board of Directors of the Corporation is seven (6) and the names and addresses and term of the persons who are to serve as the initial Directors are:

Name

Address

Term Ends



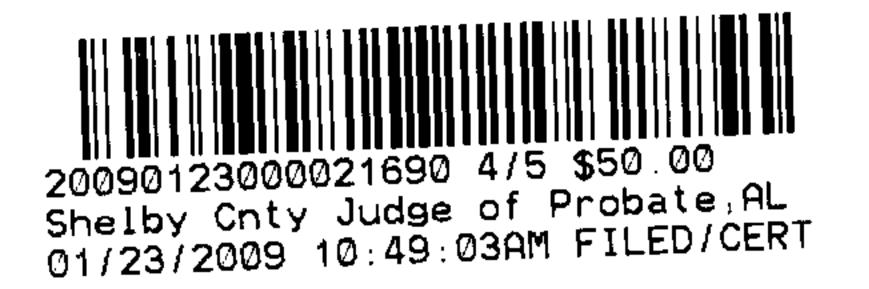
| Tommy Brigham Sherry Giordano Cora Huggins Alonza D. Jones, Jr. | 2548 Ashford Pl., Birmingham, AL 35243 6203 Eagle Point Circle, Birmingham, AL 35242-4935 481 El Camino Real Chelsea, AL 35043 329 Turnberry Rd., Birmingham, AL 35244 | 12-31-2009 12-31-2009 12-31-2009 |
|---|---|--|
| Jeff Middleton | 1708 Wingfield Circle, Birmingham, AL 35242-5852 | 12-31-2009 |
| Royce Watkins | 554 Castlebridge Ln, Shoal Creek, AL 35242 | 12-31-2009 |
| Joyce Weeks | 4002 Nichole Dr., Birmingham, AL 35210 | 12-31-2009 |

After the filing of these Articles, the number of directors may be changed from time to time in the manner set forth in the bylaws of the corporation.

- The current members of the first Board of Directors shall hold office until December 31 in the year set forth above or until such later date as their successors shall have been elected and qualified. Thereafter, the directors of the corporation shall be elected in the manner and for the term specified in the bylaws of the corporation.
- Any member of the Board of Directors may be removed from office, with or without cause, by the affirmative vote of two-thirds (2/3) of the directors then in office. Any vacancy in the Board of Directors created by the death, resignation, incapacity or removal of an elected director or by an increase in the number of directors may be filled in the manner set forth in the bylaws.
- 6.4 There shall be no personal or individual liability of any employee, member, director or officer for any debts, liabilities or obligations of the corporation of any kind whatsoever for acts done as an agent of the corporation unless such liability is due to gross negligence or willful misconduct.

ARTICLE VII AMENDMENTS

These articles of incorporation may be amended from time to time by the vote of two-thirds (2/3) of all the directors then in office; provided, however, that no such amendment shall be made which would in any way result in the operation of the corporation for the private advantage or pecuniary profit of any director or member thereof or permit the operation in the corporation for any purpose other than charitable, religious, literary and educational purposes.



ARTICLE VIII INCORPORATORS

The name and address of the initial incorporator of the corporation is:

Alonza D. Jones, Jr. 329 Turnberry Road Birmingham, AL 35244 205/991-5308

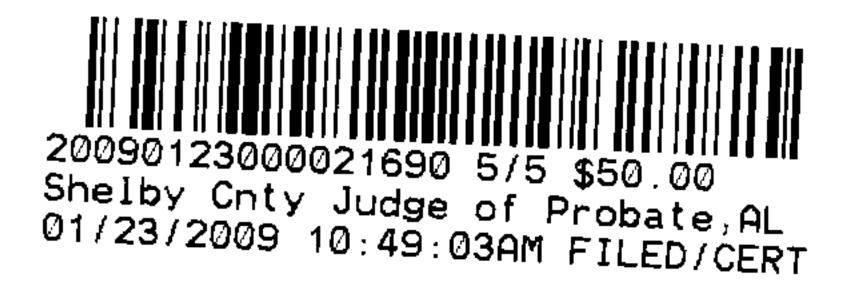
ARTICLE IX DISSOLUTION

The corporation is not organized for pecuniary profit and no part of its net earnings shall inure to the benefit of any individual. Upon dissolution of the corporation, the residual assets of the corporation, if any, after the payment in full of all debts and obligations of the corporation, shall be distributed to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) of the Code for exclusively public purposes.

IN WITNESS WHEREOF, the Incorporator has hereunto set his hand and seal, this the day of January, 2009.

Alonza D. Jones, Jr.

This Instrument Prepared by: Alonza D. Jones, Jr. 329 Turnberry Road Birmingham, AL 35244 205/991-5308



State of Alabama Shelby County

Certificate of Corporation

Of

BIBLICAL MARRIAGE INSTITUTE INC

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of <u>BIBLICAL</u>

<u>MARRIAGE INSTITUTE INC</u> 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 him by law, hereby issues this Certificate of Incorporation of **BIBLICAL MARRIAGE INSTITUTE INC** and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Official Seal on this the 23rd day of January, 2009

James W. Fuhrmeister Judge of Probate