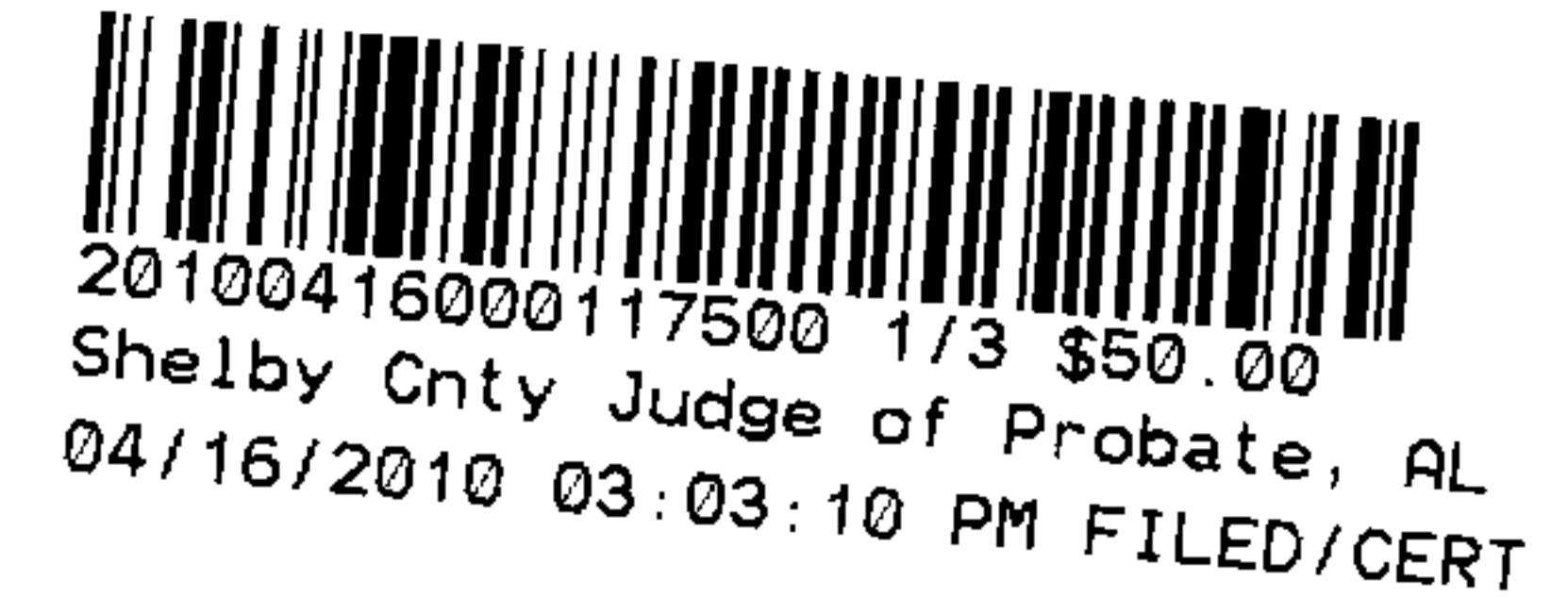


STATE OF ALABAMA
DOMESTIC NON-PROFIT CORPORATION
ARTICLES OF INCORPORATION GUIDELINES



INSTRUCTIONS:

- STEP 1:** THIS FORM IS A GUIDELINE FOR COMPLETING YOUR **ARTICLES OF INCORPORATION**. TO INCORPORATE, FILE THE ORIGINAL AND TWO COPIES OF THE **ARTICLES OF INCORPORATION** IN THE COUNTY WHERE THE CORPORATION'S REGISTERED OFFICE IS LOCATED. THE **SECRETARY OF STATE'S** FILING FEE IS **\$20**. PLEASE CONTACT **JUDGE OF PROBATE** TO VERIFY FILING FEES.
- STEP 2:** **NON-PROFIT CORPORATIONS MUST** HAVE AT LEAST THREE DIRECTORS.

PURSUANT TO THE PROVISIONS OF THE **ALABAMA NON-PROFIT CORPORATION ACT**, THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING **ARTICLES OF INCORPORATION**.

- Article I* The name of the corporation:
HIGH HOPES, INC.
- Article II* The duration of the corporation is perpetual, unless otherwise stated.
- Article III* The corporation has been organized for the following purpose(s):
SPECIFICALLY, THE ORGANIZATION WILL PROVIDE DIRECT SERVICES AND BENEVOLENT ASSISTANCE
TO CHILDREN AND YOUTHS TO HELP THEM REALIZE THEIR FULL POTENTIAL.
SEE ATTACHED.
- Article IV* 10-3A-26. A corporation may have one or more classes of members or may have no members. If the corporation has one or more members, the designation of such class or classes, the manner of election or appointment and the qualification and rights of the members of each class shall be set forth in the articles of incorporation or the bylaws. If the corporation has no members, that fact shall be set forth in the articles of incorporation.
THE CORPORATION SHALL NOT HAVE MEMBERS.
- Article V* The **street address** (NO PO BOX) of the registered office 1116 BROOKHIGHLAND LANE, BIRMINGHAM, AL 35242 and the name of registered agent at that office SERENA G. MARTIN.
- Article VI* The names and addresses of the Directors.
SERENA G. MARTIN, 1116 BROOKHIGHLAND LANE, BIRMINGHAM, AL 35242
JANICE P. GREEN, 802 BROOKHIGHLAND LANE, BIRMINGHAM, AL 35242
MEGHAN C. MCCAY, 1105 MEADOW DRIVE, BIRMINGHAM, AL 35242
- Article VII* The name(s) and address(es) of the incorporator(s):
SERENA G. MARTIN, 1116 BROOKHIGHLAND LANE, BIRMINGHAM, AL 35242

Any provision that is not inconsistent with the law for the regulation of the internal affairs of the corporation, including any provision for distribution of assets on dissolution or final liquidation, may be added. SEE ATTACHED

IN WITNESS THEREOF, the undersigned incorporator executed these Articles of Incorporation on this the _____ day of _____, 20 _____.

THIS DOCUMENT PREPARED BY:
J. KAUFMAN, FOUNDATION GROUP

SERENA G. MARTIN
Type or Print Name of Incorporator
Serena Martin
Signature of Incorporator

Attachment to Articles of Incorporation for High Hopes, Inc.

Article III. Cont. The corporation has been organized for the following purpose(s):

- a. High Hopes, Inc. is organized for exclusively religious, charitable, educational and scientific purposes 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, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under said Section 501(c)(3) of the Internal Revenue Code of 1986.
- b. Notwithstanding any other provision of these Articles, this organization 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 1986 or the corresponding provision of any future United States Internal Revenue Law 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 federal tax code.
- c. No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.
- d. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof.

Additional Provisions:

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of the residual assets of the corporation exclusively for exempt purposes of the corporation in such manner, or to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any future Internal Revenue Code. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, for such purposes or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

State of Alabama
Shelby County

Certificate of Corporation

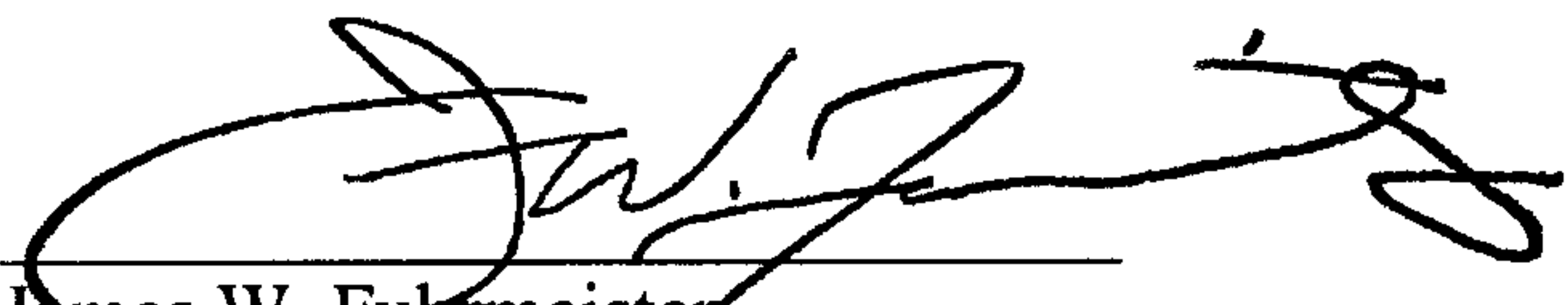
Of

HIGH HOPES, INC.

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of **HIGH HOPES, 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 him by law, hereby issues this Certificate of Incorporation of **HIGH HOPES, INC.**, and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Official Seal on
this the 16th day of April, 2010


James W. Fuhrmeister
Judge of Probate

