


STATE OF ALABAMA)
COUNTY OF SHELBY)


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Shelby Cnty Judge of Probate, AL
03/30/2012 11:31:06 AM FILED/CERT

**ARTICLES OF INCORPORATION
OF
FOSTER KIDS ROCK, INC.
an Alabama Non-Profit Corporation**

The undersigned, acting as sole incorporator of a corporation under the Alabama Non-Profit Corporation Act, adopts the following Articles of Incorporation for such nonprofit corporation:

FIRST: The name of the corporation is Foster Kids Rock, Inc.

SECOND: This Corporation is a non-profit corporation as defined in the Alabama Non-Profit Corporation Act, located in Section 10-3A-1, et seq, 1975 Code of Alabama, as amended.

THIRD: The period of its duration is perpetual.

FOURTH: The corporation is organized exclusively for charitable, religious and educational purposes and for the purpose of preventing cruelty to children within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, or the corresponding provision of any future United States Internal Revenue law. Specifically, this corporation will seek to enrich the learning and living of the community by identifying needs and coordinating resources to direct toward the educational needs of the community.

Notwithstanding any other provisions of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or any future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purposes.

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

FIFTH: 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 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 Article Fourth hereof. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

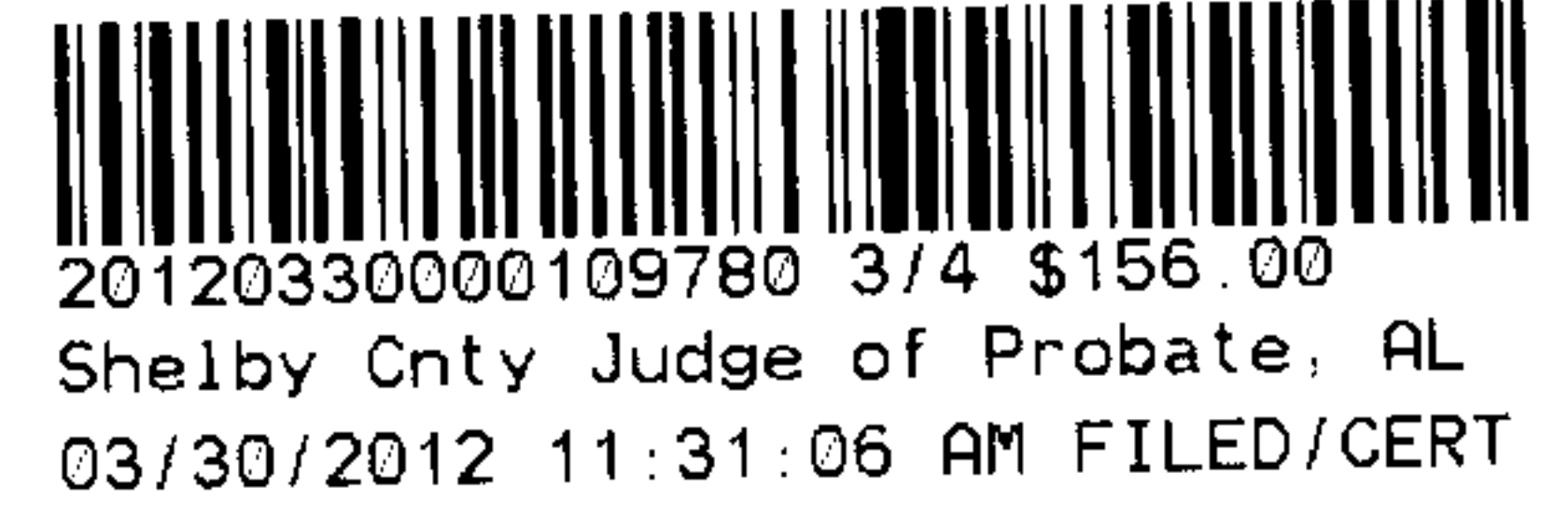
SIXTH: The Board of Directors shall have the power to make, alter, amend or adopt Bylaws and these Bylaws shall contain provisions governing qualifications and means of election of Directors and all other regulations or provisions concerning management of the affairs of the corporation not inconsistent with the law or the Articles of Incorporation.

SEVENTH: The address of the initial registered office of the corporation is 1178 Dunnavant Valley Road, Birmingham, AL 35242 and the name of its initial registered agent at such address is David H. Sharp.

EIGHTH: The affairs of the corporation shall be managed by a Board of Directors. The number of directors shall be fixed by the Bylaws except that there shall never be less than five (5) nor more than twelve (12) Directors. The number of directors constituting the initial board of directors of the corporation is five (5) and the names and addresses of the persons who are to serve as directors until replaced in accordance with the bylaws of the corporation or until their successors are elected and shall qualify are:

Name

Address



NINTH: The Corporation shall not have members.

TENTH: The name and address of each incorporator is:

Name

Address

David H. Sharp

1178 Dunnavant Valley Road
Birmingham, Alabama 35242

Dated: March 28th, 2012



Incorporator

Beth Chapman
Secretary of State

P. O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

**I, Beth Chapman, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama*
1975, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

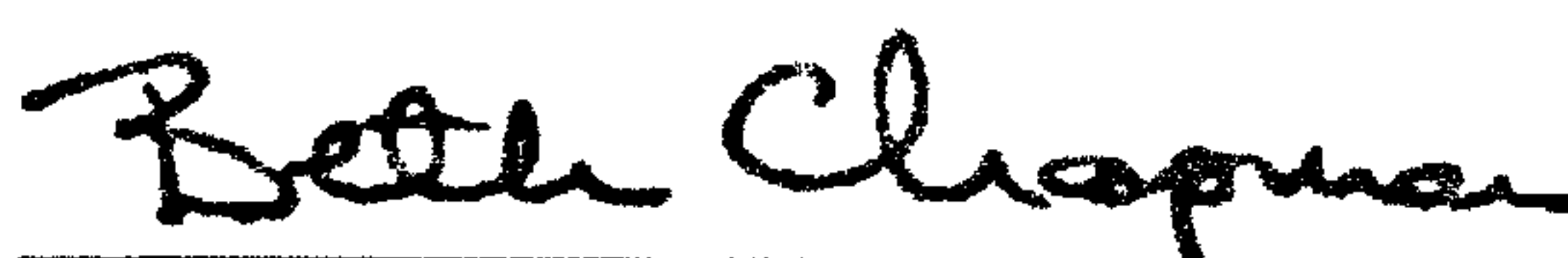
Foster Kids Rock, Inc.

This domestic nonprofit corporation is proposed to be formed in Alabama and is
for the exclusive use of David H. Sharp, 1178 Dunnivant Valley Road,
Birmingham, AL 35242-6724 for a period of one hundred twenty days beginning
March 30, 2012 and expiring July 28, 2012.

**In Testimony Whereof, I have hereunto set my
hand and affixed the Great Seal of the State, at the
Capitol, in the city of Montgomery, on this day.**

March 30, 2012

Date



600-287

Beth Chapman

Secretary of State