

# **Certificate of Formation**

## **Good News Support Ministries, Inc. A Non-Profit Corporation**

I, the Incorporator, a natural person twenty-one years of age or older, adopt the following Certificate of Formation for the purpose of forming a non-profit corporation under the Alabama Nonprofit Corporation Law:

### **Article One Name**

The name of the non-profit corporation is: Good News Support Ministries, Inc.

### **Article Two Registered Agent and Office**

The name of the initial registered agent and registered office in the State of Alabama are:

Bill Brazeal  
612 Mill Springs Ct  
Birmingham, Alabama 35244

### **Article Three Name and Address of the Incorporator**

The name and address of the incorporator are:

Bill Brazeal  
612 Mill Springs Ct  
Birmingham, Alabama 35244

### **Article Four Duration**

The non-profit corporation's period of duration is perpetual.

### **Article Five Purposes**

The non-profit corporation is organized and will be operated exclusively for general religious purposes as set forth in Section 501(c)(3) of the Internal Revenue Code

including, for these purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code. The purpose includes the transaction of any lawful business for which nonprofit corporations may be incorporated in Alabama under Title 10A, Chapter 3 of the Code of Alabama.

## **Article Six Dissolution**

Upon the dissolution of the non-profit corporation, the Board of Directors will, after paying or making provision for the payment of all liabilities of the Corporation, distribute all Corporation assets to one or more organizations organized and operated exclusively for religious purposes that are, at that time, qualified as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.

If any assets are not distributed as provided in the preceding paragraph, the court of appropriate jurisdiction for the county in which the principal office of the Corporation is then located, will dispose of those assets exclusively for religious purposes or to one or more organizations that are, at that time, qualified as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, as the Court shall determine.

## **Article Seven Restrictions**

No part of the net earnings or assets of the non-profit corporation will inure to the benefit of, or be distributable to, its director, officers or any other private persons. The non-profit corporation may, however, pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Certificate of Formation.

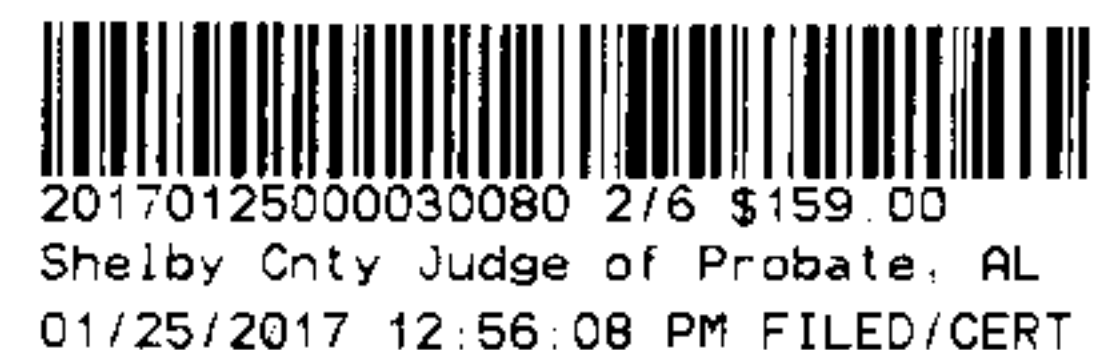
No part of the activities of the non-profit corporation may include the carrying on of propaganda or be used to influence legislation as defined in Section 4945 of the Internal Revenue Code. The non-profit corporation may not participate in, or intervene in (including the publishing or distributions of statements) in any political campaign on behalf of any candidate for public office.

The non-profit corporation may not exercise any power or engage directly or indirectly in any activity that would invalidate its status as a corporation exempt from federal income taxation:

As a corporation exempt from federal tax under Section 501(c)(3) of the Internal Revenue Code.

As a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

As a non-profit corporation organized under the laws of State of Alabama.



The non-profit corporation must distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code. Furthermore, the non-profit corporation must not:

Engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code.

Retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code.

Make any investments in a manner that would subject it to tax under Section 4944 of the Internal Revenue Code.

Make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

## **Article Eight Board of Directors**

The non-profit corporation is organized on a non-stock basis and will have no members. The Board of Directors will have authority for all affairs of the non-profit corporation and may exercise all powers of the non-profit corporation as permitted by federal law, state law, the Certificate of Formation, and the By-Laws of the non-profit corporation as in effect from time to time.

The number of director to constitute the first Board of Directors is five. After this initial Board of Directors is organized, it may change the number of director in the manner provided in the By-Laws and consistent with the laws of the State of Alabama.

The initial members of the Board of Directors are:

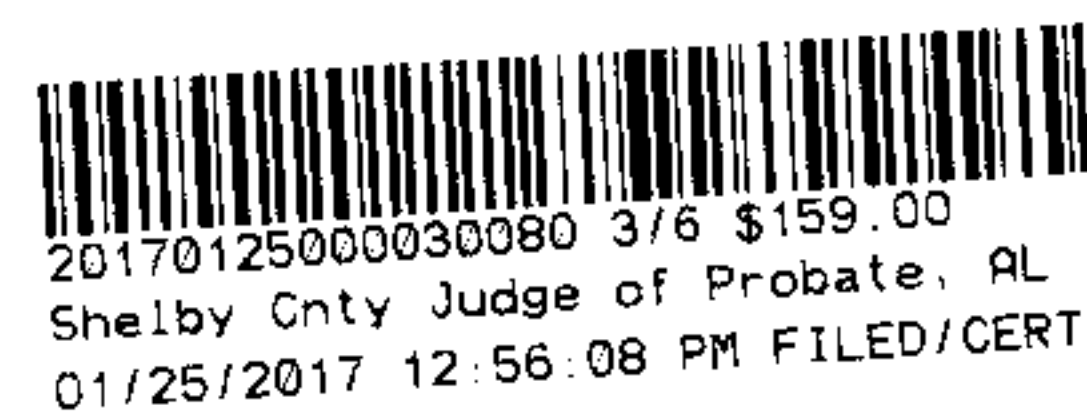
Bill Brazeal  
612 Mill Springs Ct  
Alabama 35244

Bobby Welch  
516 Bayhill Ridge Circle  
Birmingham, Alabama 35244

Frank Page  
3417 Brookwood Trace  
Birmingham, Alabama 35223

Rick Burgess  
2400 Indian Crest Dr  
Birmingham, Alabama 35124

Randy Martin  
356 North Lake Road  
Birmingham, AL 35242



## **Article Nine By-Laws**

In furtherance and not in limitation of the powers conferred upon the Board of Directors by law, the Board of Directors shall adopt, amend and repeal from time to time, the By-Laws of the non-profit corporation.

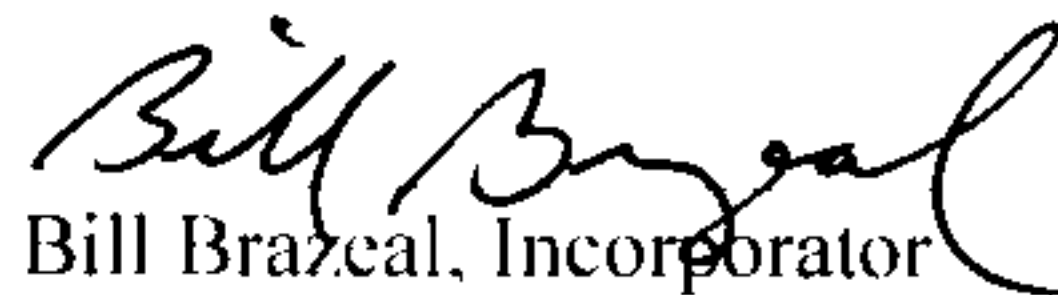
## **Article Ten Amendments**

The non-profit corporation may amend the Certificate of Formation in the manner provided by the laws of the State of Alabama. But no amendment may authorize the Board of Directors to conduct the affairs of the non-profit corporation in any manner or for any purpose contrary to the provisions of Section 501(c)(3) of the Internal Revenue Code.


## **Article Eleven Miscellaneous**

All general or specific references to the Internal Revenue Code are to refer to the Internal Revenue Code of 1986 as now in force or later amended, or the corresponding provision of any future United States revenue law. Similarly, any general or specific references to the laws of the State of Alabama are to the laws of the State of Alabama as now in force or hereafter amended.

**IN WITNESS WHEREOF**, the Certificate of Formation is signed on January 16, 2017.

  
Bill Brazel, Incorporator

Prepared by:  
Steve Bailey (BAI 057)  
2000 Providence Park, Suite 200  
Birmingham, AL 35242  
205-263-5060  
steve@estateplan-al.com

  
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STATE OF ALABAMA

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) ss.

COUNTY OF SHELBY

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On this day, January 16, 2017, before me personally appeared Bill Brazeal, as incorporator, personally known to me (or proved to me on the basis of satisfactory evidence) to be the individual whose name is subscribed to the foregoing Certificate of Formation, and acknowledged that he executed the same as his voluntary act and deed for the purposes therein contained.

Witness my hand and official seal.

[Seal]



*Melinda M. Calderini*  
Notary Public 1-16-17

MY COMMISSION EXPIRES JULY 27, 2020

My commission expires: — —

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John H. Merrill  
Secretary of State

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

# STATE OF ALABAMA

**I, John H. Merrill, 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:

**Good News Support Ministries**

This name reservation is for the exclusive use of Bill Brazeal, 612 Mill Springs Ct,  
Birmingham, AL 35244 for a period of one year beginning October 18, 2016 and  
expiring October 18, 2017

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**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.**

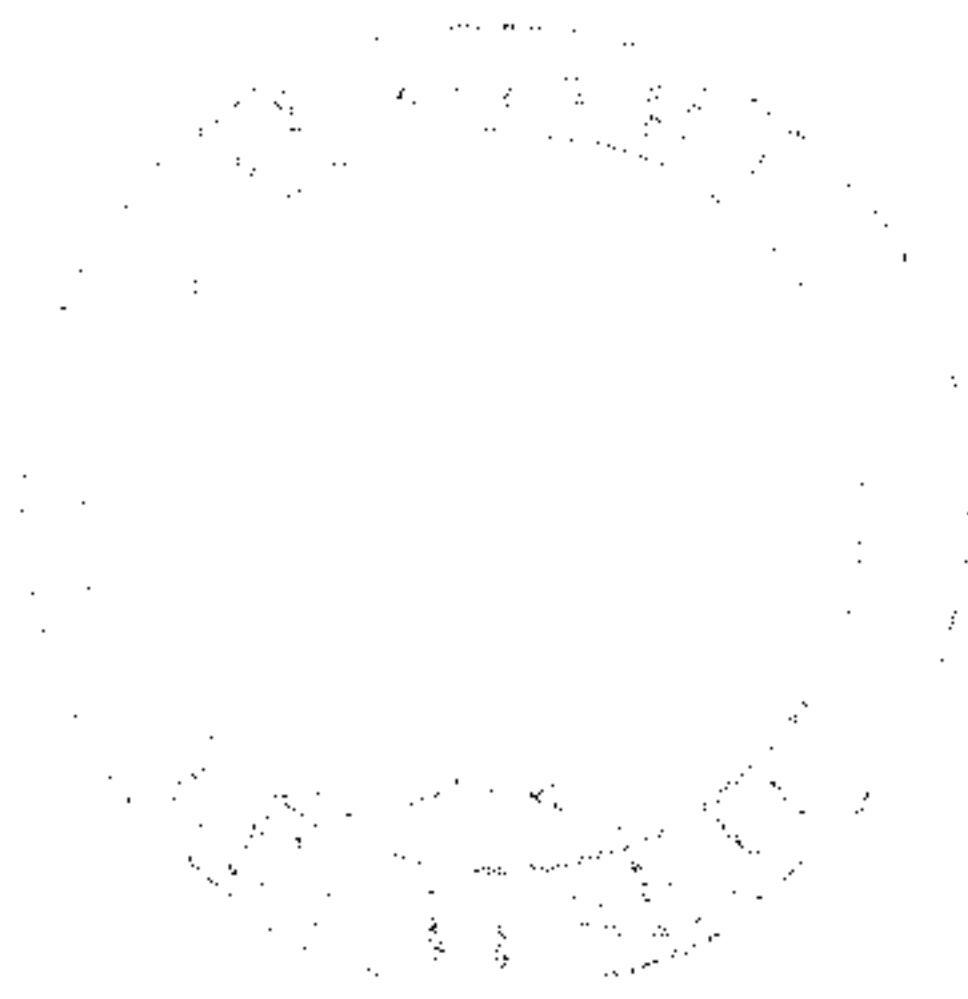
October 18, 2016

**Date**

*J. H. Merrill*

**John H. Merrill**

**Secretary of State**



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