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Shelby Cnty Judge of Probate, AL
02/27/1978 12:00:00 AM FILED/CERT

MINUTES OF MEETING OF THE MEMBERSHIP OF THE
SHELBY COUNTY HISTORICAL SOCIETY, INC., A NON-PROFIT CORPORATION

A special meeting of the membership of the Shelby County Historical Society, Inc., a non-profit corporation, was held at Montevalle, Alabama, at 2 o'clock P.M., on Jan. 22 Sun, 1978.

Upon a roll call vote of the membership present, it was determined by the Chairman that a quorum was present and the meeting opened for the transaction of business.

The Chairman stated to the membership that it was necessary to amend the Article of Incorporation of the Shelby County Historical Society, Inc., a non-profit corporation, in order to become a tax exempt organization under the applicable sections of the Internal Revenue Code. The Chairman read to the membership the proposed amendments to the Articles of Incorporation, a copy of which is incorporated by reference hereto and attached as Exhibit "A". After a thorough discussion concerning the proposed amendment to the Articles of Incorporation,

Felicia Botsch moved that the amendments be adopted. Thereupon, W. L. D. Johnston seconded the motion and moved for adoption. Upon roll call vote, more than two-thirds of the vote entitled to be cast by the members present or represented by proxy at such meeting voted for adoption, and the Chairman declared the same duly passed and adopted.

Following the discussion of other business by the membership, the meeting was adjourned duly made and seconded.

ATTEST:

MINUTES APPROVED:

Ruth M. Marlowe
Secretary

Minam Fowler
Chairman

VERIFICATION

I, the undersigned, as Secretary of the Shelby County Historical Society, Inc., a non-profit corporation, certify that this is a true and correct copy of the minutes of the meeting of the membership of the aforesaid corporation on

Jan 22, 1978.

Dated this Jan 22 day of Jan, 1978.

Ruth M. Marlowe
Secretary

Mrs. David Fowler
2700 Corsair dr.
B'ham, Ala - 35244

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STATE OF ALABAMA)

COUNTY OF SHELBY)

EXHIBIT "A"

AMENDMENT TO ARTICLES OF INCORPORATION OF THE
SHELBY COUNTY HISTORICAL SOCIETY, INC.

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned Miriam Fowler, Chairman, and
Hugh M. Maulsby, Secretary, of the Shelby County
Historical Society, Inc., a non-profit corporation, organized under the laws of
the State of Alabama, do hereby certify as follows:

That in accordance with Title 10, Sections 3-40 et. seq., Code of Alabama
of 1975, as amended, the Board of Directors and the membership of the Shelby
County Historical Society, Inc., a non-profit corporation, have agreed to amend
the Articles of Incorporation of said corporation as follows:

By deleting therefrom all language which appears in Article III and
by substituting in lieu thereof the following:

This corporation shall not be for profit, that is to say,
no part of any income which it may have shall ever be dis-
tributed to its members, directors, or officers, and no part
of the net earnings of the corporation shall ever inure to
the benefit of any private member, director, or officer, or
any other individual. All property of this corporation
shall be irrevocably dedicated to the educational, charitable
and non-profit purposes herein set forth. In the event of
dissolution, the residual assets of the organization will be
turned over 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 1954, or correspond-
ing sections in any prior or future law, or to the Federal,
State or local government for exclusive public purposes.

Notwithstanding any other provision of these articles, this
corporation will not carry on any other activities not per-
mitted to be carried on by (a) a corporation exempt from
federal income tax under section 501(c)(3) of the Internal
Revenue Code of 1954 or the corresponding provision of any
future United States Internal Revenue Law, or (b) a corporation,
contributions to which are deductible under section 170(c)(2)
of the Internal Revenue Code of 1954 or any other corresponding
provision of any future United States Internal Revenue Law.

By adding sub-paragraph (e) to Article IV, as follows:

This organization is organized exclusively for charitable,
religious, educational, and scientific purposes, includ-
ing, for such purposes, as making distributions to organ-
izations that qualify as exempt organizations under section
501(c)(3) of the Internal Revenue Code of 1954 (or the
corresponding provisions of any future United States
Internal Revenue Laws.)

IN WITNESS WHEREOF, Miriam Fowler, Chairman of
said Corporation, and Hugh M. Maulsby, Secretary of said Corp-
oration, do hereunto set their hands and seals, and do cause the seal of said
corporation to be placed, this 6 day of February, 1978.

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ATTEST:

SHELBY COUNTY HISTORICAL SOCIETY, INC.

Keith M. Mallow
Secretary

Miriam Fowler
Chairman

STATE OF ALABAMA)

SHELBY COUNTY)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Miriam Fowler, whose name as Chairman of the Shelby County Historical Society, Inc., a non-profit corporation, is signed to the foregoing amendment to the Articles of Incorporation of the Shelby County Historical Society, Inc., a non-profit corporation, and who is known to me, acknowledged before me on this day that, being informed of the contents of the Amendment to the Certificate of Incorporation of said corporation, she, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal this 6th day of February, 1978.

Nancy K. Farmer
Notary Public

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

1978 FEB 27 PM 2:19

Thomas A. Snowdon, Jr.
JUDGE OF PROBATE

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