

This instrument was prepared by: V. Wayne Causey, Attorney at Law ✓  
P. O. Drawer D  
Calera, AL 35040

ARTICLES OF INCORPORATION  
OF  
CALERA & SHELBY RAILROAD AND MUSEUM, INC.

The undersigned, acting as incorporators of a corporation under the Code of Alabama, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Calera & Shelby Railroad and Museum, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purposes for which the corporation is organized are:

- (a) to operate and maintain a railroad and museum;
- (b) to collect and preserve historical data, materials and equipment pertaining to railroads of all kinds, and wherever situated, with special emphasis on those railroads serving Alabama and the southeastern United States;
- (c) to organize, maintain and support a transportation museum;
- (d) to teach the history of this country and the modes of transportation which have and are making it great to the general public;
- (e) to provide information to the general public concerning railroads and other modes of transportation;
- (f) to educate the general public on the subject of past, present, and future modes of transportation in this country, with special emphasis on railroads.

FOURTH: This corporation is a non-profit organization dedicated to obtaining, maintaining, displaying and operating equipment and memorabilia of the railroad industry, as well as the preservation and operation of steam railroad era equipment.

FIFTH: The corporation is to have no members.

SIXTH: The board of directors shall be elected or appointed by Heart of Dixie Railroad Club, Inc.

SEVENTH: The affairs of the corporation shall be managed by the board of directors.

EIGHTH: No part of the net earnings of the corporation shall ever inure to the benefit of any private shareholder or individual.

NINTH: No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The corporation shall not participate in, or intervene in ( including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

TENTH: The corporation shall carry out its purposes within the continental United States.

ELEVENTH: Should the corporation cease to conduct its affairs and be dissolved, all property and funds remaining after the payment of the debts of the corporation shall, if permitted by the then applicable laws of the State of Alabama, be distributed to such educational or scientific corporations, trusts, or community chests, funds, or foundations, as may be selected by the board of directors of this corporation, whose purposes may be similar to or different from those of this corporation, provided that the corporations, trust, and community chests, funds or foundations so selected shall be qualified under the provisions of sec. 170(c) of the 1954 Internal Revenue Code or the comparable provisions of the Internal Revenue Code then in effect.

TWELFTH: This corporation is a non-profit corporation.

THIRTEENTH: The initial registered agent of the corporation is Ralph C. Honeycutt and the address of its initial registered office is 2353 Brookline Drive, Birmingham, Alabama 35226.

FOURTEENTH: The number of directors constituting the initial board of directors of the corporation is four (4), and the names and addresses of the persons who are to serve as directors until their successors are elected and shall qualify are:

J. E. Leatherwood 204 13th Avenue N. W. Birmingham, AL 35215

P. R. Owens 900 Delcris Drive Birmingham, AL 35226

Ralph C. Honeycutt 2353 Brookline Drive Birmingham, AL 35226

Bart Nelson 3832 Riverview Drive Birmingham, AL 35243

FIFTEENTH: The names and addresses of the incorporators are:

W. A. Boone 509 10th Avenue South Birmingham, AL 35205

Ralph C. Honeycutt 2353 Brookline Drive Birmingham, AL 35226

George E. Haff 308 Polly Reed Road Birmingham, AL 35215

The above named incorporators shall serve as officers of the corporation until their successors are duly elected and their respective offices are as follows:

W. A. Boone President

Ralph C. Honeycutt Executive Vice-President

George E. Haff Secretary-Treasurer

IN WITNESS WHEREOF, we, the undersigned incorporators and officers, have hereunto set our hands and seals on this the 8<sup>TH</sup> day of

February, 1982.

W. A. Boone  
W. A. Boone, President

Ralph C. Honeycutt  
Ralph C. Honeycutt, Executive Vice-President

George E. Haff  
George E. Haff, Secretary-Treasurer



# STATE OF ALABAMA

I, Don Siegelman, Secretary of State, of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify

that pursuant to the provisions

of Section 10-2A-26, Code of Alabama 1975, the corporate name

Calera & Shelby Railroad and Museum, Inc.

is reserved as available based only upon an examination of the corporation records

on file in this office for the exclusive use of Calera & Shelby Railroad and Museum, Inc.

for a period of one hundred twenty days from this date. In the case of a domestic

corporation, the name of the county in which the corporation was or is proposed to

be incorporated is Shelby. I further certify that as set out in

the application for reservation of corporate name, the Secretary of State's

office does not assume any responsibility for the availability of the corporate

name requested nor for any duplication which might occur.

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.

December 9, 1981

Date

Don Siegelman

Secretary of State

# State of Alabama

SHELBY

## County

CERTIFICATE OF INCORPORATION

OF

CALERA & SHELBY RAILROAD AND MUSEUM, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of CALERA & SHELBY RAILROAD AND MUSEUM, INC. duly signed and verified pursuant to the provisions of Section 10-3-23 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 CALERA & SHELBY RAILROAD AND MUSEUM, INC., and attaches hereto a duplicate original of the Articles of INCORPORATION.

GIVEN Under My Hand and Official Seal on this the 11th day of

FEBRUARY, 19 82.

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

*Thomas A. Snowden, Jr.*

1982 FEB 11 AM 10:28

Judge of Probate

*Thomas A. Snowden, Jr.*  
JUDGE OF PROBATE

Rec. 10.00  
Ind. 1.00  
11.00

