

STATE OF ALABAMA )

SHELBY COUNTY )

1092

## ARTICLES OF INCORPORATION OF THE SHELBY VOLUNTEER FIRE AND RESCUE DEPARTMENT

We, the undersigned, being natural persons over the age of 21 years acting as incorporators of a corporation under the Alabama Non-Profit Corporation Act, adopted and do hereby adopt the following Articles of Incorporation for such corporation.

### ARTICLE I. NAME, PURPOSE, AUTHORITY.

Section 1. The name of the corporation is: Shelby Volunteer Fire and Rescue Department, Incorporated.

Section 2. The period of duration of this corporation is perpetual.

Section 3. The purpose or purposes for which this corporation is organized shall be to further the common good and general welfare of the people of the Shelby community and to:

A.) Actively engage in fire fighting and render assistance in similar disasters.

B.) Render aid to persons in distress, administer first aid and perform missions incident to the rescue to human beings who are in distress.

C.) Purchase, acquire by gift, or otherwise, trucks, equipment, first aid supplies, and any and all other property needed in the performance of missions, and to own and hold in fee, or by lease, sufficient and suitable real estate and buildings necessary for headquarters, and for storage of equipment and supplies owned or used in the furtherance of said fire and rescue work, required and supported by the people and the public generally, and for educational purposes.

Section 4. The organization shall be incorporated and chartered under the laws of the State of Alabama as a non-profit eleemosynary corporation.

Section 5. The corporation is not organized for pecuniary profit nor shall it have any power to issue certificates of stock or declare dividends and no part of its net earnings shall inure to the benefit of any member, advisor, or individual.

### ARTICLE II. MEMBERSHIP.

Section 1. The initial charter members of said corporation shall be those persons whose names are signed hereto.

Section 2. After the incorporation of this organization, other persons may become members by making application and complying with the By-Laws and rules and regulations regulating qualifications for membership in said corporation.

### ARTICLE III. GOVERNING BODY.

Section 1. The governing body of the corporation shall be the Board of Advisors (hereinafter called "the Board") composed of five members of the community, one of whom shall be the Chairman. The number of members of the Board may be increased or decreased from time to time as provided in or by amendment to the By-Laws, provided that the minimum number of members shall be three or more members at all times.

Section 2. The names and addresses of the initial members of the Board are as follows:

Chairman	Cecil Barnett, P.O. Box 99, Shelby, Ala. 35143
Member	Wayne Barnes, P.O. Box 236, Shelby, Ala. 35143
Member	Thomas Brasher, P.O. Box 14, Shelby, Ala. 35143
Member	Lester A. Young, P.O. Box 186, Shelby, Ala. 35143
Member	Steve Phillips, P.O. Box 511, Columbiana, Ala. 35051

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will call

Section 3. The address of the initially registered officer of the corporation is Shelby, Alabama, and the name of its initially registered agent at such address is John W. Goolsby.

Section 4. After the issuance of the certificate of incorporation of said corporation, an organizational meeting of the Board of Advisors named in these articles of incorporation shall be held at the call of the majority of the incorporators for the purpose of adopting By-Laws, electing officers, and the transaction of such other business as may come before the meeting. The incorporators calling the meeting shall give at least ten days notice thereof to each member of the Board so named, which said notice shall state the time and place of the meeting. Said notice shall be given by mail, or personally to the member.

Section 5. In addition to the organizational meeting herein specified, the Board shall meet at least quarterly and at such other times as may be deemed necessary by the Chairman of the Board or upon written request signed by at least a majority of the members of the Board in office.

Section 6. The Fire Chief, or his appointed representative, shall be entitled to sit at each meeting of the Board, without vote, and shall be notified of each meeting of the Board in the same manner prescribed for the notification of the members of the Board.

Section 7. The Board by resolution adopted by a majority of the members of the Board in office may designate such committees as they deem proper for the carrying out of the functions of such corporation. The Chairman of the Board may appoint members, and designate the committee chairman, from the membership of said corporation to such committees, which committees shall serve for terms set out in the appointments.

#### ARTICLE IV. OFFICERS.

Section 1. The officers of the corporation shall be a Fire Chief, a first Assistant Fire Chief, a second Assistant Fire Chief, a Secretary, and a Treasurer, and such other officers and assistant officers as may be deemed necessary.

Section 2. The names and addresses of the initial officers are as follows:

Fire Chief	John Goolsby, P.O. Box 127, Shelby, Ala. 35143
1st Assistant Fire Chief	Richard Porter, P.O. Box 26, Shelby, Ala. 35143
2nd Assistant Fire Chief	Hollace Willingham, Rt. 2 Box 122, Columbiana, Ala. 35051
Secretary and Treasurer	Eddie Martin, Rt. 1 Box 9, Shelby, Ala. 35143

#### ARTICLE V. POWERS, OTHER GOVERNING PROCEDURES.

Section 1. Said corporation shall have all of the powers granted to non-profit corporations in Title 10, Chapter 10, of the 1940 Code of Alabama, as recompiled and as amended.

Section 2. The initial By-Laws of the corporation shall be adopted by the Board of Advisors of said corporation and the same shall continue in effect as By-Laws until the same are altered, amended, or replaced as provided for in the By-Laws adopted.

Section 3. The operation, administration, training, and other necessary duties associated with said corporation shall be the responsibility of the Fire Chief. The Board of Advisors shall furnish all possible assistance to enable the Fire Chief to carry out his responsibilities. The Chairman of the Board and the Fire Chief shall each keep the other individual currently informed of all matters affecting the status of said corporation.

Section 4. Any member of the Board, or any officer of said corporation, elected or appointed, may be removed from office by a majority of the membership of said corporation in meeting duly assembled whenever, in the judgment of said membership, the best interest of the corporation will thereby be served. The individual being considered for removal from office shall be given at least ten days notice by United States mail of the time, date, place, and purpose of the meeting and shall

be entitled to attend the meeting in his own behalf.

Section 5. The members of the Board, and the officers of the corporation, shall be elected annually by a majority of the membership of said corporation in meeting duly assembled. Election of said members of the Board and officers of the corporation shall be held at such time and in such manner as is provided for in the By-Laws of said corporation.

Section 6. Any vacancy occurring in the Board of Advisors or in the officers of said corporation during the term of any member shall be filled as set forth in the By-Laws.

Section 7. The qualifications for membership, and the rights and privileges of the members of said corporation shall be as set out in the By-Laws, constitution and rules and regulations adopted by said corporation.

Section 8. In case of dissolution, the affairs of said corporation will be concluded, and the assets of said corporation shall be distributed, as provided for in Title 10, Chapter 10, of the 1940 Code of Alabama, as recompiled and as amended.

Section 9. No loans shall be made by said corporation to its officers or to members of the Board. Any obligations incurred, except as provided by these articles of incorporation and the By-Laws, shall be the responsibility of the person or persons incurring said obligations.

Section 10. Election or appointment of an officer, member of the Board, or agent shall not of itself create contract rights. The removal of an officer, member of the Board, or agent shall be without prejudice to the contract rights, if any, of the individual so removed.

#### ARTICLE VI. INCORPORATORS.

The names and addresses of the incorporators are:

John Goolsby, P.O. Box 127, Shelby, Ala. 35143  
Richard Porter, P.O. Box 26, Shelby, Ala. 35143  
Hollace Willingham, Rt. 2 Box 122, Columbiana, Ala. 35051  
Eddie Martin, Rt. 2 Box 9, Shelby, Ala. 35143  
Wayne Barnes, P.O. Box 236, Shelby, Ala. 35143  
Cecil Barnett, P.O. Box 99, Shelby, Ala. 35143  
Thomas Brasher, P.O. Box 14, Shelby, Ala. 35143  
Lester Young, P.O. Box 186, Shelby, Ala. 35143  
Steve Phillips, P.O. Box 511, Columbiana, Ala. 35051

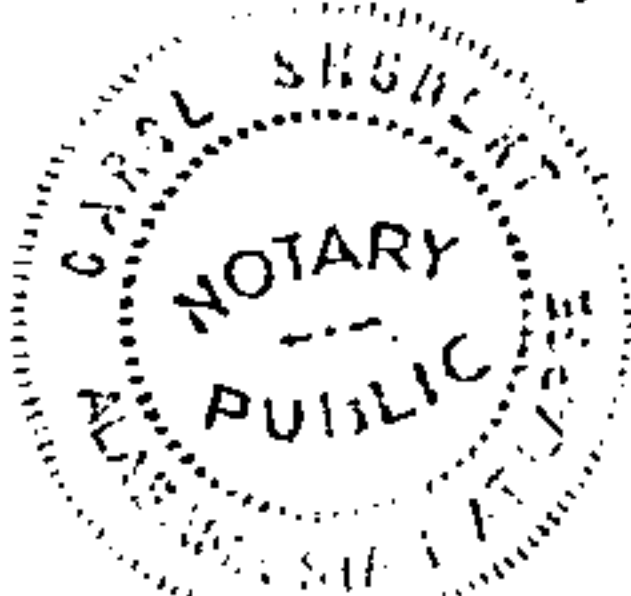
IN WITNESS WHEREOF, THE INCORPORATORS have hereunto set their hands and seals on this the 30 day of March, 1982.

John W. Goolsby  
Richard L. Porter  
Hollace B. Willingham  
Eddie Martin  
Wayne Barnes  
Cecil L. Barnett  
Thomas Brasher  
Lester A. Young  
Steve Phillips

STATE OF ALABAMA )

SHELBY COUNTY )

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that John Goolsby, Richard Porter, Hollace Willingham, Eddie Martin, Wayne Barnes, Cecil Barnett, Thomas Brasher, Lester Young, and Steve Phillips, whose names are signed to the foregoing instrument, and who are known to me, acknowledged before me on this day that, being informed of the contents of this instrument, they executed the same voluntarily on the day same bears date.



Carol Schubert  
Notary Public

My Commission Expires 7-8-85

STATE OF ALABAMA )

SHELBY COUNTY )

CERTIFICATE

I, the undersigned, Thomas A. Snowden, Jr., Judge of Probate of Shelby County, hereby certify that the Certificate of Incorporation of Shelby Volunteer Fire and Rescue Department has this date been filed for record in the Probate Office of Shelby County, Alabama, and that the certificate of incorporation has been examined and approved by me as being in compliance with the provisions of Article 1, Title 10, of the Code of Alabama, as amended, and that the incorporations of said corporation, their successors and assigns, and the said Shelby Volunteer Fire and Rescue Department, constitute a body corporate under the name set forth in said certificate, namely: Shelby Volunteer Fire and Rescue Department.

In Witness whereof, I the said Thomas A. Snowden, Jr., as Judge of Probate of Shelby County, Alabama, hereunto set my hand and affix my seal of said office this the 30 day of MARCH, 1982.

Thomas A. Snowden, Jr.  
Judge of Probate

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

1982 MAR 30 PM 1:45

Thomas A. Snowden, Jr.  
JUDGE OF PROBATE

Rec. 10.00  
Ind. 1.00  
11.00

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