

ARTICLES OF INCORPORATION
OF
THE CAREFREE CLINIC, INC.

The undersigned individuals, being over the age of Nineteen (19) years, residents of the State of Alabama, and citizens of the United States and desiring to form a non-profit corporation pursuant to the provisions of Section 10-3-1 et seq. of the Alabama Code of 1975, as amended, commonly referred to as the "Alabama Non-Profit Corporation Act," do hereby adopt the following Articles of Incorporation:

FIRST: The name of the corporation is The Carefree Clinic, Inc.

SECOND: The period of its duration is perpetual.

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

- (a) To acquire and maintain buildings and property for a medical clinic to provide medical and health care to indigents within the community of Shelby County, Alabama; to acquire other properties, and to construct buildings for such purposes; to engage in such activities as shall raise the standards of health in said community and to assist in the care, treatment, rehabilitation, and cure of the human body by health care providers;
- (b) Charitable, benevolent, eleemosynary, educational, civic, social or any other lawful act or activity for which corporations may be organized under the Alabama Non-Profit Corporation Act.

FOURTH: The corporation shall have no members.

FIFTH: Notwithstanding any of the powers or purposes of the corporation contained in these Articles of Incorporation or granted by law, this corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, nor shall it engage in any activity of any kind whatsoever

MITCHELL, GREEN, PINO & MEDARIS
ATTORNEY ACCOUNT

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ALABASTER, ALABAMA 35007

involving the carrying on of propaganda, nor shall it attempt in any manner to influence legislation, nor shall it engage in any activities not permitted to be carried on by a corporation exempt from federal income tax under the Internal Revenue Code of 1954, as amended, of the United States of America or by a corporation, contributions to which are deductible under the Internal Revenue Code of 1954, as amended, of the United States of America.

SIXTH: In the event of the dissolution of this corporation, or in the event it shall cease to carry on the objects and purposes herein set forth, all of the business, property, and assets of the corporation shall go and be distributed to such other tax exempt organizations as may be selected by the Board of Directors of this corporation as the Board of Directors shall determine. In no way shall any of the assets or property of this corporation or the proceeds of any of the assets or property, in the event of dissolution, go or be distributed to any of the Directors of this corporation, either for the reimbursement of any sums subscribed, donated, or contributed by such Directors, or for any other such purpose, it being the intent in the event of the dissolution of this corporation, or upon its ceasing to carry out the objects and purposes herein set forth, that the property and assets then owned by the corporation shall be distributed to non-profit organizations which are organized and operated for purposes consistent with the purposes of this corporation.

SEVENTH: The address of the initial registered office of the corporation is the Stinson Memorial Clinic, Highway 31 South,

Alabaster, Alabama, 35007, and the name of its initial registered agent at such address is Frank Abernathy, M.D.

EIGHTH: The number of Directors constituting the initial Board of Directors is four (4) and the name and address of the persons who are to serve as the initial Directors are:

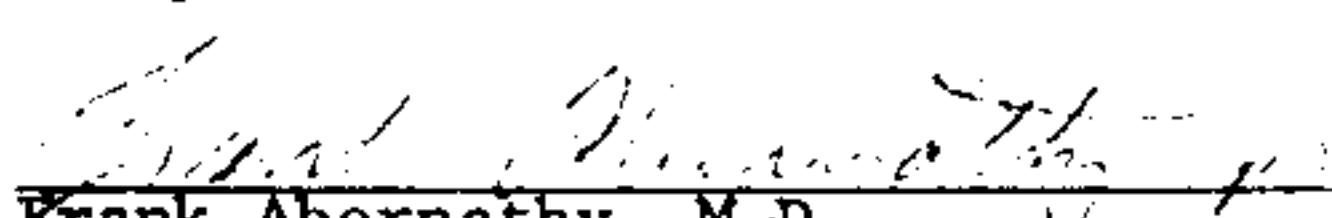
<u>NAME</u>	<u>ADDRESS</u>
Frank Abernathy, M.D.	P. O. Box 988 Alabaster, Alabama 35007
Becky Robinson	P. O. Box 322 Siluria, Alabama 35144
Harry Harrison	Jessup Building - 202-A Alabaster, Alabama 35007
Charles Harris	P. O. Box 101 Siluria, Alabama 35144

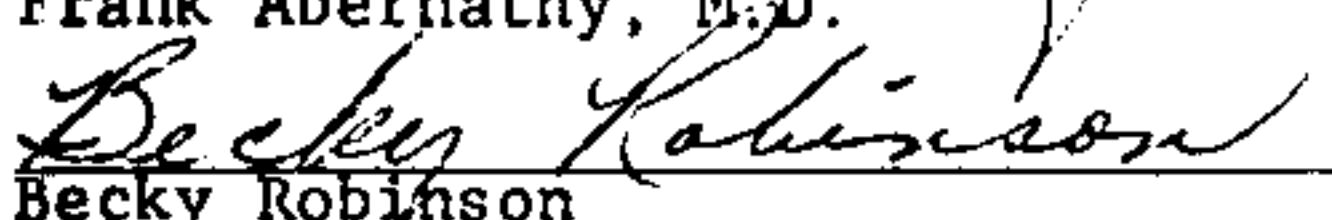
NINTH: The name and address of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Frank Abernathy, M.D.	P. O. Box 988 Alabaster, Alabama 35007
Becky Robinson	P. O. Box 322 Siluria, Alabama 35144
Harry Harrison	Jessup Building - 202-A Alabaster, Alabama 35007
Charles Harris	P. O. Box 101 Siluria, Alabama 35144

TENTH: The manner in which the Directors are elected or appointed and the provisions for the regulation and management of the affairs of the corporation shall be determined in accordance with the By-Laws adopted by the corporation.

Dated this the 1st day of Sept, 1982.


Frank Abernathy, M.D.


Becky Robinson

Harry C. Harrison
Harry Harrison

Charles Harris
Charles Harris

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This Instrument Prepared By:

James C. Pino
Mitchell, Green, Pino & Medaris
Attorneys at Law
P. O. Box 766
Alabaster, Alabama 35007
Telephone: 205/663-1581

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

THE CAREFREE CLINIC, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of THE CAREFREE CLINIC, INC., duly signed pursuant to the provisions of Section 64 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 THE CAREFREE CLINIC, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 3rd day of SEPTEMBER, 19 82.



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

1982 SEP -3 PM 12:22

Thomas A. Shanderson, Jr.
JUDGE OF PROBATE

Thomas A. Shanderson, Jr.
Judge of Probate

Recd 10.00
Jud 1.00
11.00