

This instrument was prepared
by Allen J. Chappelle, Esq.
2202 1/2 1st Avenue South
Birmingham, Alabama 35255

STATE OF ALABAMA)

COUNTY OF SHELBY)

ARTICLES OF AMENDMENT TO ARTICLES
OF INCORPORATION
OF

THE J. A. BROWN FOUNDATION

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BOOK

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, as President and Secretary of The J. A. Brown Foundation, a nonprofit corporation organized and existing under the laws of the State of Alabama, hereby certify that, in accordance with the provisions of Sections 10-3-40 to 10-3-42 of the Code of Alabama, the Corporation intends to amend its Articles of Incorporation, and does make the following declarations:

1. The name of the Corporation is The J. A. Brown Foundation.

2. The Articles of Incorporation of said Corporation are amended as follows:

ARTICLE II of the Articles of Incorporation is hereby deleted in its entirety, and there is substituted in lieu thereof the following:

SIROTE, PERMUTT, FRIEND, FRIEDMAN, HELD & APOLINSKY, P. A.

2222 ARLINGTON AVENUE SOUTH

POST OFFICE BOX 85727

BIRMINGHAM, ALABAMA 35255

(205) 933-7111

att. Allen J. Chappelle

"ARTICLE II

Purposes

The purposes for which the Corporation is organized are:

(1) To support the City of Montevallo, provided any such support is dedicated exclusively for public purposes.

(2) To receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for the support of the City of Montevallo, provided any such support is dedicated exclusively for public purposes.

(3) No part of the net earnings of the Corporation shall inure to the benefit of any Director, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes), and no Director, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in

(including the publication or distribution of statements) any political campaign on behalf of any candidate for public office. Under no circumstances shall the Corporation make loans to officers and Directors.

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BOOK (4) Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization to which contributions are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

(5) Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed as set forth in Article IV."

ARTICLE IV of the Articles of Incorporation is hereby deleted in its entirety, and there is substituted in lieu thereof the following:

"ARTICLE IV

Duration

The duration of this Corporation shall be perpetual. Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to the City of Montevallo,

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provided that said City qualifies under the provisions of Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code as amended, and provided further that said assets are used exclusively for public purposes. In the event said City is not in existence or does not qualify under Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code on the date of such dissolution, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific, literary or educational organizations which would then qualify under the provisions of Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or to the federal, state or local government exclusively for public purposes."

3. The Corporation has no members. The foregoing Amendment was adopted by the unanimous consent of the Directors of the Corporation on the 2 day of June, 1983.

We further certify that the within Articles of Amendment are being filed in the Office of the Judge of Probate of Shelby County, Alabama, for the purpose of effecting such Amendment in accordance with the requirements of Section 10-3-42 of the Code of Alabama.

IN WITNESS WHEREOF, we have hereunto set our hands
and seals this 2 day of June, 1983.

Jadie A. Brown, Jr. (SEAL)
Jadie A. Brown, Jr.,
President

Ralph W. Sears (SEAL)
Ralph W. Sears,
Secretary

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VERIFICATION

I, the undersigned, as President of The J. A. Brown Foundation, do hereby verify that the above and foregoing instrument represents Articles of Amendment to the Articles of Incorporation of The J. A. Brown Foundation, an Alabama nonprofit corporation, duly approved and adopted by the unanimous consent of the Directors of the Corporation, that the Corporation has no members and that the statements contained therein are true and correct.

This 3rd day of June, 1983.

Jadie A. Brown, Jr.
Jadie A. Brown, Jr., President

Sworn to and subscribed before me on this 3rd day
of June, 1983.

May D. [Signature]
Notary Public
My commission expires September 14, 1984

Ref: CAP/362830512

My Commission Expires September 14, 1984

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED
1983 JUN -3 PM 2:06
Thomas P. [Signature]
JUDGE OF PROBATE

Rec. 10⁰⁰
10⁰⁰
11⁰⁰