

1104
ARTICLES OF INCORPORATION
OF
INVERNESS ELEMENTARY PARENT-TEACHER ORGANIZATION

The undersigned, acting as Incorporators of a Corporation under the Alabama Business Corporation Act, adopt the following articles of Incorporation for such Corporation:

FIRST: The name of the Corporation is Inverness Elementary Parent-Teacher Organization.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the Corporation is organized include: The transaction of any or all lawful business for which non-profit corporations may be incorporated under the Alabama Business Corporation Act.

FOURTH: The Corporation shall not have any capital stock and the conditions of membership shall be stated in By-Laws.

FIFTH: The names and addresses of each Incorporator is as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------|---|
| Sam Wilson | 2534 Comanche Drive Birmingham, AL 35244 |
| Mary Borton | 2644 Buckboard Road Birmingham, AL 35244 |
| ✓ Doug Holland | 2735 Indian For. Trl. Helens, AL 35080 |

SIXTH: The powers of the Incorporators shall terminate upon filing articles of Incorporation, and the names and mailing addresses of the persons who are to serve as Directors until their successors are elected are as follows:

Neidra and Sam Wilson
2534 Comanche Drive
Birmingham, AL 35244

Marilyn and David Thomasson
5112 Hollow Log Lane
Birmingham, AL 35244

Mary Borton
2644 Buckboard Road
Birmingham, AL 35244

Nancy Hunt
2539 Comanche Drive
Birmingham, AL 35244

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Karen Taylor
1912 Indian Lake Drive
Birmingham, AL 35244

Frances Pickron
2456 Vale Drive
Birmingham, AL 35243

Penny Benington
2459 Cuchura Drive
Birmingham, AL 35244

Deborah Wylie
2530 Kanawha Circle
Birmingham, AL 35244

Harriet Isbell
5117 Kirkwall Lane
Birmingham, AL 35243

Lyn and Doug Holland
2735 Indian Forrest Trail
Helena, AL 35244

Kathleen Curk
4936 Mountain View Parkway
Birmingham, AL 35244

SEVENTH: The activities and affairs of the corporation shall be managed by a board of directors. The number of directors which shall constitute the whole board shall be such as from time to time shall be fixed by, or in the manner provided in, the By-Laws, but in no case shall the number be less than one. The directors shall be elected by the members at the annual meeting of the corporation to be held on such date as the By-Laws may provide, and shall hold office until their successors are respectively elected and qualified. The By-Laws shall specify the number of directors necessary to constitute a quorum. The board of directors may, by resolution or resolutions, passed by a majority of the whole board, designate one or more committees which, to the extent provided in said resolution or resolutions or in the By-Laws of the corporation, shall have and may exercise all the powers of the board of directors in the management of the activities and affairs of the corporation and may have power to authorize the seal of the corporation to be affixed to all papers which may require it; and such committee or committees shall have such name or names as may be stated in the By-Laws of the corporation or as may be determined from time to time by resolution adopted by the board of directors. The directors of the corporation may, if the By-Laws so provide, be classified as to term of office. The corporation may elect such officers as the By-Laws may specify who shall, subject to the provision of the Statute, have titles and exercise such duties as the By-Laws may provide. The board of directors is expressly authorized to make, alter or repeal the By-Laws of this corporation. This corporation may in its By-Laws confer powers upon its board of directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by the Statute, provided that the board of directors shall not exercise any power of authority conferred herein or by Statute upon the members.

EIGHTH: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof.

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EIGHTH: (Continued) - No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by 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) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

NINTH: Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Law) as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

TENTH: The corporation reserves the right to amend, alter change or repeal any provision contained in this certificate of incorporation, in the manner now or hereafter prescribed by the Statute, and all rights conferred upon members herein are granted subject to this reservation.

DATED: January 10, 1984

Sam Wilson
Sam Wilson

Mary Burton
Mary Burton

Doug Holland
Doug Holland

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State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

INVERNESS ELEMENTARY PARENT-TEACHER ORGANIZATION

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of INVERNESS ELEMENTARY PARENT-TEACHER ORGANIZATION, duly signed and verified pursuant to the provisions of Section 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 INVERNESS ELEMENTARY PARENT-TEACHER ORGANIZATION, and attaches hereto a duplicate original of the Articles of INCORPORATION.

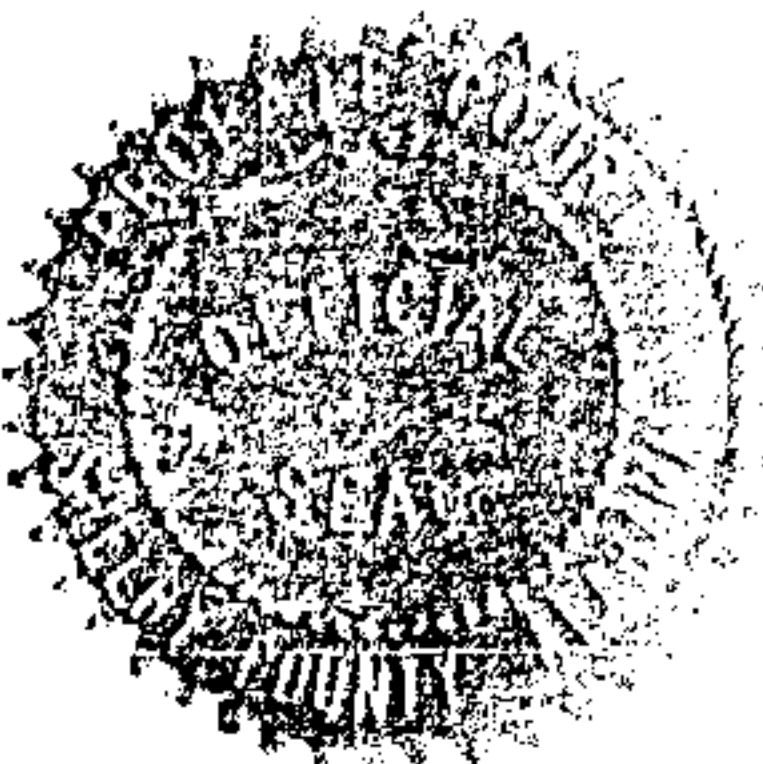
GIVEN Under My Hand and Official Seal on this the 26th day of JANUARY, 19 84.

ALABAMA SHELBY CO.
JAN 26 1984

Thomas A. Snowden, Jr.
Judge of Probate

1984 JAN 26 AM 10:02

Thomas A. Snowden, Jr. Rec 10.00
Jud 1.00
11.00



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