

CERTIFICATE OF INCORPORATION

STATE OF ALABAMA)

KNOW ALL MEN BY THESE PRESENTS: That,

SHELBY COUNTY)

WHEREAS, the members of the CHRIST CHURCH UNITED METHODIST, located at 5191 Caldwell Mill Road, Birmingham, Alabama, 35244, at a regular meeting of said church held on April 14, 1985 have evidenced a desire to become incorporated under the laws of the State of Alabama as a non-profit religious corporation, and have unanimously voted to incorporate said church under the name of CHRIST CHURCH UNITED METHODIST,

NOW, THEREFORE, BE IT RESOLVED by the CHRIST CHURCH UNITED METHODIST as follows:

SECTION 1. That the incorporation of the CHRIST CHURCH UNITED METHODIST as a non-profit religious corporation, not of a business character be, and the same is hereby approved.

This corporation shall support the doctrine, and said church and all its property, both real and personal, shall be subject to the laws, usages and ministerial appointments of The United Methodist Church as are now or shall be from time to time established, made and declared by the lawful authority of the said church.

SECTION 2. That the name of the corporation shall be CHRIST CHURCH UNITED METHODIST.

The Board of Directors of said corporation shall be the Board of Trustees of the Church and the Trustees shall be elected and organized as prescribed in the Discipline of The United Methodist Church. The Board of Trustees shall be comprised of no fewer than three nor more than 24 members, one of whom shall be designated as Chairman and another as Secretary.

GEORGE G. RUFF, JR.

ATTORNEY AT LAW

4851 CALDWELL MILL LANE
BIRMINGHAM, ALABAMA 35243
(205) 991-7473

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The said Chairman and Secretary of the Board of Trustees shall execute all legal instruments as may be authorized by the said church and all instruments so executed and bearing the corporate name of the church shall be presumed to be executed by the lawful authority of the church and subject to be impeached only for actual fraud.

SECTION 3. The period of duration of this non-profit religious corporation shall be perpetual.

SECTION 4. The address of the initial registered office of the corporation is 5191 Caldwell Mill Road, Birmingham, Alabama, 35244, and the name of its initial registered agent at this address is George Ruff.

SECTION 5. This corporation shall have the power to acquire and hold title in fee simple, in trust, or otherwise, to both real and personal property and to improve, encumber, sell, convey and dispose of all such property in conformity with the Discipline of The United Methodist Church.

SECTION 6. Subject to the provision of the Discipline of The United Methodist Church, this corporation shall have the power to erect and maintain buildings for the worship of God, for training in Christian faith and conduct and for Christian social fellowship and to acquire or build and maintain a residence or residences for use and occupancy of its minister or ministers.

SECTION 7. The bylaws of this corporation shall include the Discipline of The United Methodist Church as from time to time enacted, authorized and declared by the General Conference; and no other bylaws shall be adopted inconsistent with the provisions of the Discipline.

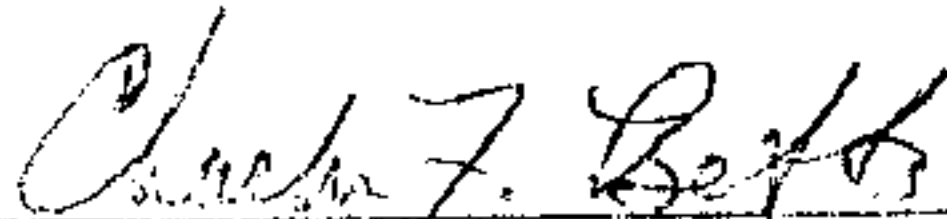
SECTION 8. The members of this corporation shall be the members of the Charge Conference.

SECTION 9. If for any reason this corporation shall cease to exist as a legal entity and its charter shall expire or be terminated, the title to all

its property, both real and personal, shall be vested in the Trustees of the North Alabama Conference of The United Methodist Church, if said Annual Conference is unincorporated, in the same manner as it holds title to any other real estate; or in the North Alabama Conference of The United Methodist Church in its corporate name if said Annual Conference is incorporated; and all such property shall be held in trust for the benefit of the CHRIST CHURCH UNITED METHODIST.

SECTION 10. That the members of the Board of Trustees of this corporation, elected in accordance with the provisions of SECTION 2 hereof, shall, within 30 days of their election, file in the Office of the Judge of Probate of Shelby County, Alabama, a certificate stating the corporate name selected, the names of the members of the Board of Trustees, and the length of time for which said Board of Trustees were elected.

PASSED by the Charge Conference of Christ Church United Methodist, held on the 14th day of April, 1985.


District Superintendent


Secretary

We the undersigned do hereby certify that we are duly elected members of the Board of Trustees of CHRIST CHURCH UNITED METHODIST at said Charge Conference, to serve for terms as set out herein below, or until our successors are duly elected and qualified; and further, that the corporate name selected by the Church is CHRIST CHURCH UNITED METHODIST:

| <u>TRUSTEES</u> | <u>TERM EXPIRES</u> |
|--------------------------|---------------------|
| <u>Don Richards</u> | <u>1985</u> |
| <u>Jim Barnes</u> | <u>1985</u> |
| <u>Helen Walker</u> | <u>1985</u> |
| <u>George Ruff</u> | <u>• 1986</u> |
| <u>Bill Dobson</u> | <u>1986</u> |
| <u>Pam Curry</u> | <u>1986</u> |
| <u>Don Franklin</u> | <u>1987</u> |
| <u>Charlotte Rowland</u> | <u>1987</u> |
| <u>Bart Wilkerson</u> | <u>1987</u> |

WITNESS our hands and seals, this the 23rd day of September, 19 85.

APPROVED:

Charles F. Beff
District Superintendent

Don Richard (L.S.)
Jimmie J. Barron (L.S.)
Nellen H Walker (L.S.)
Deane J. A. (L.S.)
L. E. Wol (L.S.)
Sam Curry (L.S.)
Donald E. Franklin (L.S.)
Charlotte Rowland (L.S.)
Bert H. Wilkerson (L.S.)

STATE OF ALABAMA

SHELBY COUNTY

I, Carolyn Robinson, a Notary Public in and for
said County, in said State, hereby certify that Don Richards, Jim Barnes,
Helen Walker, George Ruff, Bill Dobson, Pam Curry, Don Franklin, Charlotte
Rowland, and Bart Wilkerson, whose names as Trustees of CHRIST CHURCH UNITED
METHODIST, and Rev. Charles F. Betts, whose name as District Superintendent of
the Birmingham East District of The United Methodist Church, 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, in their
capacity as Trustees and District Superintendent respectively, executed the same
voluntarily on the day the same bears date, and with full authority thereto.

Given under my hand and official seal, this the 23rd
day of September, 1985.

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

1985 SEP 25 AM 9:09

Thomas A. Lawrence, Jr.
JUDGE OF PROBATE

Rec. 25⁰⁰
Ind. 1⁰⁰
26⁰⁰

Carolyn Robinson
Notary Public