

1685

**CERTIFICATE OF INCORPORATION
OF
THE SHELBY COUNTY PUBLIC BUILDING AUTHORITY**

TO: The Honorable Judge of Probate of
Shelby County, Alabama

The undersigned, Sidney L. Clayton, Allan Webster and Courtney H. Mason, Jr., each of whom is over the age of twenty-one years, desiring to incorporate a body corporate under the provisions of Chapter 15, Title 11, Code of Alabama 1975 (herein called the "Authorizing Statute"), and being all of the incorporators of the corporation hereby incorporated, do make, sign, execute, acknowledge and file this Certificate of Incorporation as follows:

1. The names and residences of the incorporators are as follows:

<u>Name</u>	<u>Residence Address</u>
Sidney L. Clayton	Route 2, Box 198 Shelby, Alabama 35143
Allan Webster	303 Fran Drive Montevallo, Alabama 35115
Courtney H. Mason, Jr.	3192 Bradford Place Birmingham, Alabama 35242

Each of the aforesaid incorporators is a resident of and an owner of real property in Shelby County, Alabama (herein called the "County"), and is also a duly qualified elector in the County.

2. The name of the corporation shall be:

"THE SHELBY COUNTY PUBLIC BUILDING AUTHORITY."

3. The duration of the existence of the corporation shall be perpetual, unless it shall be sooner dissolved by proceedings taken pursuant to the applicable provisions of the Authorizing Statute or other applicable law.

4. Permission and authority to organize the corporation have been granted by a resolution duly adopted by the Shelby County Commission on the 22nd day of May, 1989. A certified copy of the said resolution is attached hereto as required by the Authorizing Statute.

5. The location and mailing address of the principal office of the corporation shall be the Shelby County Courthouse, Columbiana, Alabama 35051.

Haswell Blount, Jr. Young
800 A. J. H. S. H. R. H.

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6. The corporation is organized for the purpose of providing buildings for use by the County in the performance of its governmental and public functions. In furtherance of said purposes, the corporation shall have all powers conferred on corporations of like nature by the provisions of the Authorizing Statute and any amendment hereafter made, and all other powers conferred upon corporations generally by the laws of the State of Alabama not in conflict with the provisions of the Authorizing Statute, as hereafter amended.

7. The board of directors of the corporation shall consist of three members, who shall be elected by the Shelby County Commission, in the manner and for the terms of office provided by law.


8. The corporation shall be a not-for-profit corporation, and no part of the net earnings thereof shall inure to the benefit of any individual or private corporation.

9. Also attached hereto is a certificate of the Secretary of State of the State of Alabama stating that the name proposed for the corporation is not identical with the name of any other corporation in the State of Alabama or so nearly similar thereto as to lead to confusion or uncertainty.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto subscribed their signatures this 26th day of March, 1990.


Sidney L. Clayton


Allan Webster


Courtney H. Mason, Jr.

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STATE OF ALABAMA)
:
SHELBY COUNTY)

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that Sidney L. Clayton, whose name is signed to the foregoing Certificate of Incorporation and who is known to me, acknowledged before me on this day that, being informed of the contents of said Certificate of Incorporation, he executed the same voluntarily.

GIVEN under my hand and official seal of office, this 26th day of March, 1990.

[NOTARIAL SEAL]

Virginia Weems Buff
Notary Public

My Commission Expires: 4-7-92

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STATE OF ALABAMA)
:
SHELBY COUNTY)

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that Allan Webster, whose name is signed to the foregoing Certificate of Incorporation and who is known to me, acknowledged before me on this day that, being informed of the contents of said Certificate of Incorporation, he executed the same voluntarily.

GIVEN under my hand and official seal of office, this 23rd day of March, 1990.

[NOTARIAL SEAL]

Virginia Weems Buff
Notary Public

My Commission Expires: 4-7-92

STATE OF ALABAMA)
 :
SHELBY COUNTY)

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that Courtney H. Mason, Jr., whose name is signed to the foregoing Certificate of Incorporation and who is known to me, acknowledged before me on this day that, being informed of the contents of said Certificate of Incorporation, he executed the same voluntarily.

GIVEN under my hand and official seal of office, this 26th day of March, 1990.

[NOTARIAL SEAL]

Lale C. Wade
Notary Public

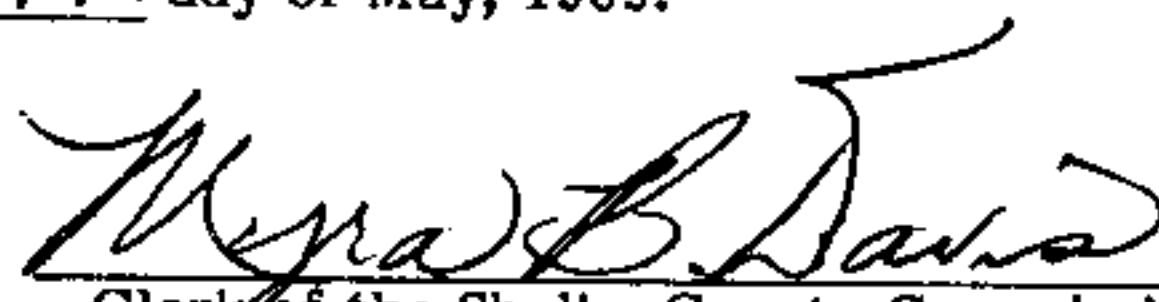
My Commission Expires: 1-5-92

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I, the undersigned Clerk of the Shelby County Commission, hereby certify that the attached pages numbered consecutively from 1 to 8, inclusive, constitute a true, correct and complete copy of excerpts from all those portions of the minutes of a meeting of the Shelby County Commission held on May 22, 1989, pertaining to the matters therein set out, as the same appear in the records of said County.

WITNESS my signature, as said Clerk of the Shelby County Commission, under the seal of said County, this 24th day of May, 1989.

[SEAL]


Clerk of the Shelby County Commission

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* * *

The Chairman stated that an application in writing had been filed with the Shelby County Commission for authority to incorporate a public building authority in the County, to which a proposed certificate of incorporation of said public building authority was attached. The said application and the certificate of incorporation were as follows:

**APPLICATION FOR AUTHORITY TO INCORPORATE
A PUBLIC BUILDING AUTHORITY**

TO: The Shelby County Commission:

We, the undersigned natural persons, each of whom is a resident of and property owner in Shelby County, Alabama, and each of whom is also a duly qualified elector in said county, do hereby file with you as the governing body of said county this application in writing and by so doing apply for permission and authority to incorporate a public building authority pursuant to the provisions of Chapter 15, Title 11, Code of Alabama 1975. We do hereby request that this application be granted and that you adopt a proper resolution authorizing the incorporation of such a public corporation under the name of "The Shelby County Public Building Authority."

We submit herewith for your consideration a form of the certificate of incorporation proposed to be used in organizing said public corporation. If this application is granted, there will be attached to said certificate of incorporation, before it is filed for record, a certificate of the Secretary of State of the State of Alabama that the name proposed for said corporation is not identical to that of any other corporation organized under the laws of this state or so nearly similar thereto as to lead to confusion and uncertainty.

WITNESS our signatures this 22nd day of May, 1989.

/s/ Sidney L. Clayton
Sidney L. Clayton

/s/ Allan Webster
Allan Webster

/s/ Courtney H. Mason, Jr.
Courtney H. Mason, Jr.

**CERTIFICATE OF INCORPORATION
OF
THE SHELBY COUNTY PUBLIC BUILDING AUTHORITY**

TO: The Honorable Judge of Probate of
 Shelby County, Alabama

The undersigned, Sidney L. Clayton, Allan Webster and Courtney H. Mason, Jr., each of whom is over the age of twenty-one years, desiring to incorporate a body corporate under the provisions of Chapter 15, Title 11, Code of Alabama 1975 (herein called the "Authorizing Statute"), and being all of the incorporators of the corporation hereby incorporated, do make, sign, execute, acknowledge and file this Certificate of Incorporation as follows:

1. The names and residences of the incorporators are as follows:

<u>Name</u>	<u>Residence Address</u>
Sidney L. Clayton	Route 2, Box 198 Shelby, Alabama 35143
Allan Webster	303 Fran Drive Montevallo, Alabama 35115
Courtney H. Mason, Jr.	3192 Bradford Place Birmingham, Alabama 35242

Each of the aforesaid incorporators is a resident of and an owner of real property in Shelby County, Alabama (herein called the "County"), and is also a duly qualified elector in the County.

2. The name of the corporation shall be:

"THE SHELBY COUNTY PUBLIC BUILDING AUTHORITY."

3. The duration of the existence of the corporation shall be perpetual, unless it shall be sooner dissolved by proceedings taken pursuant to the applicable provisions of the Authorizing Statute or other applicable law.

4. Permission and authority to organize the corporation have been granted by a resolution duly adopted by the Shelby County Commission on the 22nd day of May, 1989. A certified copy of the said resolution is attached hereto as required by the Authorizing Statute.

5. The location and mailing address of the principal office of the corporation shall be the Shelby County Courthouse, Columbiana, Alabama 35051.

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6. The corporation is organized for the purpose of providing buildings for use by the County in the performance of its governmental and public functions. In furtherance of said purposes, the corporation shall have all powers conferred on corporations of like nature by the provisions of the Authorizing Statute and any amendment hereafter made, and all other powers conferred upon corporations generally by the laws of the State of Alabama not in conflict with the provisions of the Authorizing Statute, as hereafter amended.

7. The board of directors of the corporation shall consist of three members, who shall be elected by the Shelby County Commission, in the manner and for the terms of office provided by law.

8. The corporation shall be a not-for-profit corporation, and no part of the net earnings thereof shall inure to the benefit of any individual or private corporation.

9. Also attached hereto is a certificate of the Secretary of State of the State of Alabama stating that the name proposed for the corporation is not identical with the name of any other corporation in the State of Alabama or so nearly similar thereto as to lead to confusion or uncertainty.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto subscribed their signatures this _____ day of May, 1989.

Sidney L. Clayton

Allan Webster

Courtney H. Mason, Jr.

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STATE OF ALABAMA)
 :
SHELBY COUNTY)

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that Sidney L. Clayton, whose name is signed to the foregoing Certificate of Incorporation and who is known to me, acknowledged before me on this day that, being informed of the contents of said Certificate of Incorporation, he executed the same voluntarily.

GIVEN under my hand and official seal of office, this _____ day of May, 1989.

[NOTARIAL SEAL]

Notary Public

My Commission Expires: _____

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STATE OF ALABAMA)
 :
SHELBY COUNTY)

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that Allan Webster, whose name is signed to the foregoing Certificate of Incorporation and who is known to me, acknowledged before me on this day that, being informed of the contents of said Certificate of Incorporation, he executed the same voluntarily.

GIVEN under my hand and official seal of office, this _____ day of May, 1989.

[NOTARIAL SEAL]

Notary Public

My Commission Expires: _____

STATE OF ALABAMA)
 :
SHELBY COUNTY)

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that Courtney H. Mason, Jr., whose name is signed to the foregoing Certificate of Incorporation and who is known to me, acknowledged before me on this day that, being informed of the contents of said Certificate of Incorporation, he executed the same voluntarily.

GIVEN under my hand and official seal of office, this _____ day of May, 1989.

[NOTARIAL SEAL]

Notary Public

My Commission Expires: _____

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Thereupon the following resolution was introduced by Commissioner Wilson:

BE IT RESOLVED by the Shelby County Commission (herein called the "Commission"), which is the governing body of Shelby County, Alabama (herein called the "County"), as follows:

Section 1. **Findings.** The Commission hereby finds and determines as follows:

(a) Sidney L. Clayton, Allan Webster and Courtney H. Mason, Jr. have filed with the Commission an application in writing for permission to apply for the incorporation, under the provisions of Chapter 15, Title 11, Code of Alabama 1975, of a public corporation to be known as "The Shelby County Public Building Authority";

(b) there was attached to the said application a proposed form of certificate of incorporation for the said public corporation;

(c) the said application, together with the attached certificate of incorporation, were in form and content as shown in the minutes of the meeting of the Commission at which this resolution was adopted;

(d) the form of the said application and of the said certificate of incorporation were as provided in the said Chapter 15, Title 11, Code of Alabama 1975;

(e) each of the persons filing the said application is a resident of and the owner of real property located in the County, and is also a duly qualified elector of the County;

(f) the said application and the said certificate of incorporation are regular in all respects and comply with all requirements of the laws of the State of Alabama under which the said public corporation is proposed to be organized; and

(g) it is wise, expedient, necessary and advisable that such public corporation be formed.

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Section 2. Approval of Incorporation. The Commission hereby approves the aforesaid application and hereby grants permission and authority to the persons filing the said application to incorporate a public corporation, the name of which should be "The Shelby County Public Building Authority". The said public corporation shall be incorporated in the manner provided by the laws of the State of Alabama. The Commission further approves the form of certificate of incorporation attached to the said application.

Commissioner Wilson thereupon moved that the said resolution be adopted, which motion was seconded by Commissioner Chambers, and upon said motion being put to vote, the following vote was recorded:

<u>Yeas:</u>	<u>Nays:</u>	<u>Abstentions:</u>
Wilson Chambers	Yeager	Foster

The Chairman then announced that the motion for adoption for the said resolution had been carried.



STATE OF ALABAMA

I, Perry A. Hand, Secretary of State, of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

an examination of the domestic corporation records on file in this office discloses that the name The Shelby County Public Building Authority is not identical with the name of any other corporation in this state or so nearly similar thereto as to lead to confusion and uncertainty. I further certify that this certificate is made pursuant to the provisions of Section 11-15-4 Code of Alabama 1975.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

03/22/90

Date

Perry A. Hand

Secretary of State



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State of Alabama

Shelby County

CERTIFICATE OF Non-Profit Incorporation

OF

The Shelby County Public Building Authority

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Non-Profit Incorporation of The Shelby County Public Building Authority, duly signed and verified pursuant to the provisions of Section 11-15-4 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 Non-Profit Incorporation of The Shelby County Public Building Authority, and attaches hereto a duplicate original of the Articles of Non-Profit Incorporation.

GIVEN Under My Hand and Official Seal on this the 26th day of March, 19 90.

Thomas A. Snowden, Jr.
Judge of Probate

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

MAR 26 PM 3:19

JUDGE OF PROBATE

Recd 37.50
3.00
Jud 40.50