

ARTICLES OF INCORPORATION OF
THE SOUTH SHELBY CHAMBER OF COMMERCE, INC.

I, the undersigned President of the South Shelby Chamber of Commerce, an unincorporated association that for some time has acted to promote business, commerce and industry in South Shelby County, Alabama, having previously been authorized to do so by a majority vote of said unincorporated association, hereby sign, verify and file the following articles of incorporation, under the Alabama Non-Profit Corporation Act, SEC.10-3A-1 to 10-3A-225 of the 1975 Alabama Code, as amended:

- (1) The name of the corporation shall be: The South Shelby Chamber of Commerce, Inc.
- (2) The period of duration of the corporation shall be perpetual.
- (3) The purpose for which the corporation is organized shall be to promote business, commerce and industry in South Shelby County, Alabama. The corporation shall be authorized to do anything consistent with its status as a non profit corporation in pursuit of that goal, including sponsoring parades, arranging for the erection and illumination of street decorations for Christmas or otherwise, holding banquets, barbecues, contests, sales, seminars and training sessions, issuing public statements, printing and distributing brochures, coupons, directories and other publications, participating in local celebrations and other programs, working with area youth in sales, and informing the public of the advantages associated with living and working in South Shelby County.

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SHELBY COUNTY JUDGE OF PROBATE
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(4) The corporation shall have one class of members, who shall meet the qualifications set out in the bylaws. No member shall profit or otherwise derive pecuniary gain from his, her or its membership.

(5) The directors shall be elected by the members in accordance with the bylaws.

(6) The internal affairs of the corporation shall be regulated by the bylaws, consistently with applicable law and these articles. In the event of inconsistency, the law shall be controlling. In the event of inconsistency between these articles and the bylaws only, these articles shall be controlling, except that an amendment to the bylaws may change the number of directors of the corporation.

(7) The address of the corporation's initial registered office and the name of its initial registered agent at such address are:

✓ Johnny Lowe
Lowe Realty
101 Mildred Street
P. O. Box 101
Columbiana, Al. 35051

(8) The number of directors constituting the initial board of directors is six, and the names and addresses of the persons who are to serve as the initial directors are:

Johnny Lowe
Lowe Realty
P. O. Box 101
Columbiana, Al. 35051

Kim Price
Shelby County Reporter
Main Street
Columbiana, Al. 35051

Carol Smith
First National Bank
of Columbiana
P. O. Box 977
Columbiana, Al. 35051

Patsy McAllister
First National Bank
of Columbiana
P. O. Box 977
Columbiana, Al. 35051

Richard Cook
Alabama Power Company
Main Street
Columbiana, Al. 35051

Ed Blackwell
First Alabama Bank
West College Street
Columbiana, Al. 35051

(9) The officers of the corporation shall consist of a president, a vice-president, a secretary and two treasurers, elected annually from the membership by the membership in accordance with procedure by the bylaws.

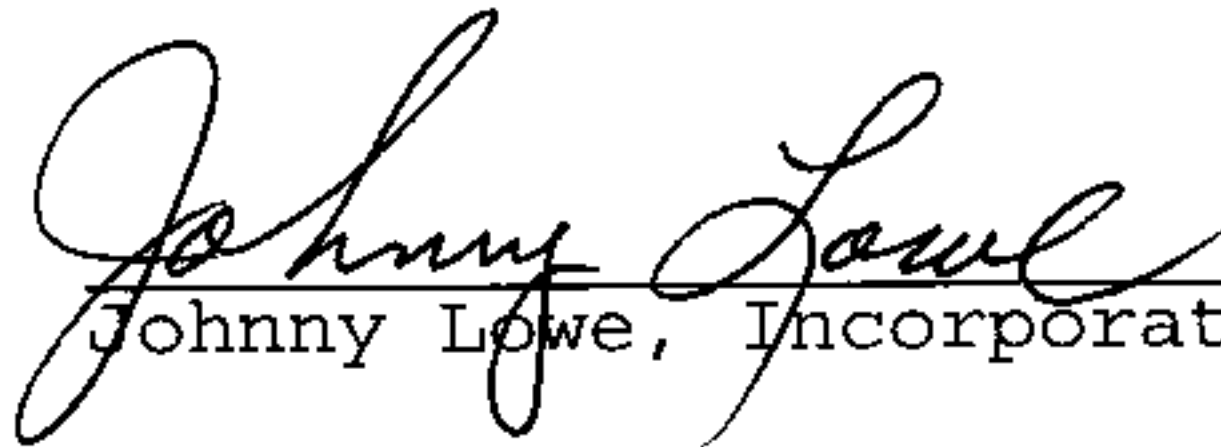
(10) The name and address of the incorporators are:

Johnny Lowe
Lowe Realty
P. O. Box 101
101 Mildred Street
Columbiana, Al. 35051

Kim N. Price
Shelby County Reporter
Main Street
Columbiana, Al. 35051

(11) If the corporation is ever dissolved, its assets shall be distributed in accordance with the provisions of SEC.10-3A-141 of the 1975 Alabama Code, as amended, or successor legislation then in effect, and also in accordance with SEC.501(c)(3) and other provisions of the United States Internal Revenue Code regulating non-profit corporations.

Witness my hand and seal, at Columbiana, this 6th day of October 1993.


Johnny Lowe, Incorporator

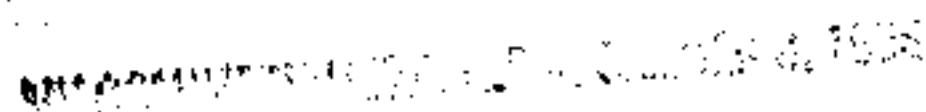

Kim N. Price, Incorporator

State of Alabama)
County of Shelby)

I, a notary public in and for the state of Alabama at large, do hereby certify that Johnny Lowe, whose name is signed to the foregoing articles of incorporation of The South Shelby Chamber of Commerce, Inc., and who is known to me, acknowledged before me on this day that, being informed of the contents of the said articles of incorporation of The South Shelby Chamber of Commerce, Inc., he, as such incorporator, and with full authority therefore, executed the same voluntarily and does hereby verify the facts contained herein.

In witness whereof, I have hereunto placed my hand and affixed my seal of office on this 6th day of October 1993.


Notary Public



State of Alabama

SHELBY

County

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CERTIFICATE OF INCORPORATION

OF

THE SOUTH SHELBY CHAMBER OF COMMERCE, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION

of THE SOUTH SHELBY CHAMBER OF COMMERCE, INC., duly signed

and verified pursuant to the provisions of Section NON PROFIT of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

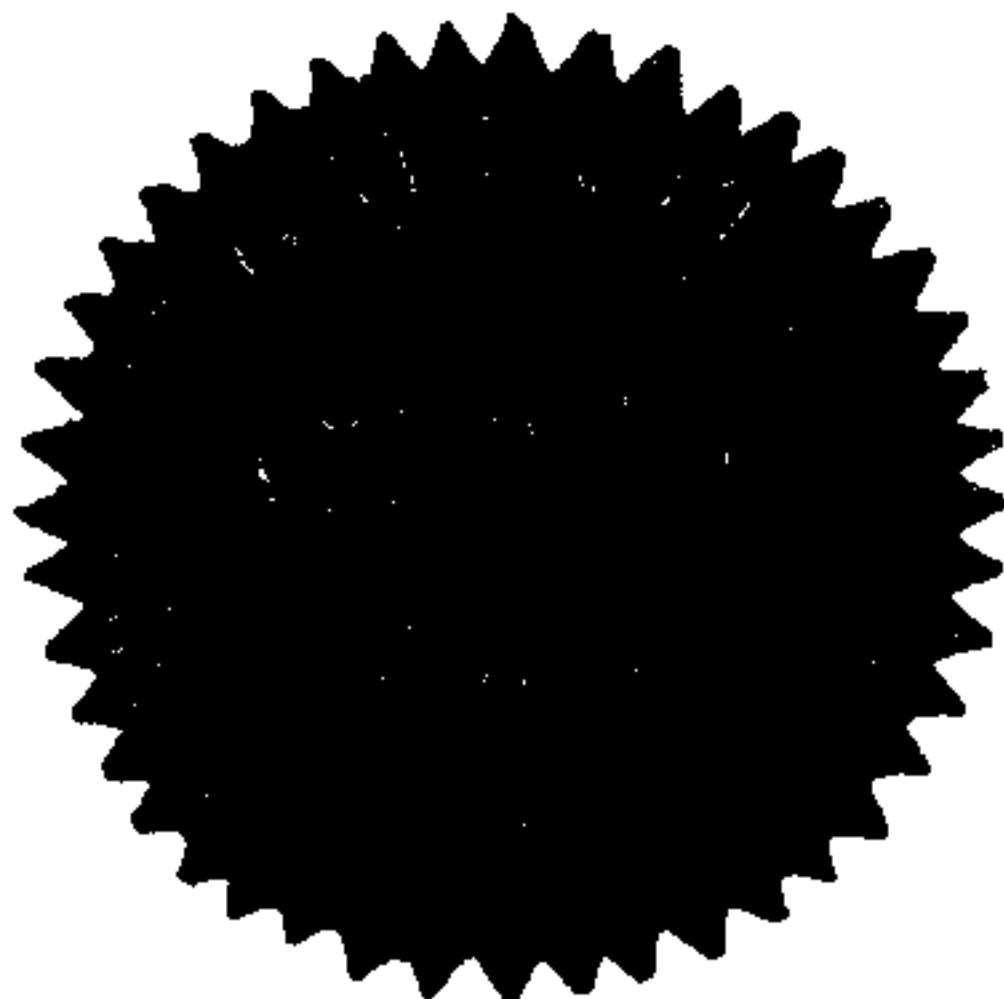
ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of INCORPORATION

of THE SOUTH SHELBY CHAMBER OF COMMERCE, INC., and attaches

hereto a duplicate original of the Articles of INCORPORATION.

GIVEN Under My Hand and Official Seal on this the 20th day of

OCTOBER, 19 93.



Thomas A. Snowden Jr.

Judge of Probate