

ARTICLES OF INCORPORATION

OF

THE BIRMINGHAM IRISH CULTURAL SOCIETY AND CELEBRATION

We, the undersigned natural persons of the age of nineteen (19) years or more, acting as incorporators of a corporation under the Alabama Nonprofit Corporation Act (Title 10, Chapter 3A of the Code of Alabama, 1975), adopt the following Articles of Incorporation for such corporation.

ARTICLE ONE

NAME

The name of the Corporation is The Birmingham Irish Cultural Society and Celebration.

ARTICLE TWO

PERIOD OF DURATION

The period of its duration shall be unlimited and perpetual.

ARTICLE THREE

OBJECTS AND PURPOSES

The objects and purposes for which the Corporation is formed are:

1. To promote, bring attention to and continue the traditions of the culture of the Irish in the Birmingham metropolitan area by means of the following activities to include but not be limited to:

a. Traditional folk music festivals, literary readings, and restoration of historic landmarks.

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b. Putting on an event this March 17th and thereafter a yearly event which includes, in cooperation with local government, an annual city parade including festivities.

2. To perform any and all other activities or services permitted to be performed under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or any corresponding provision of future United States Internal Revenue legislation.

It is not within any purpose for which the Corporation is organized to perform any activity or service which is not allowed under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended.

ARTICLE FOUR

POWERS

The Corporation shall have the power to do all things necessary and appropriate to carry out the foregoing described purposes under the laws of the State of Alabama and the United States for such a Corporation, including, but limited to, those powers enumerated in Section 10-3A-20, Code of Alabama, 1975, as amended. The Corporation shall specifically have the power to

(a) Make contracts and enter into other binding relationships and agreements;

(b) Purchase, lease, replace, operate or otherwise acquire by transfer or gift property, real, personal or mixed, tangible or intangible, including but not limited to fixtures, buildings and equipment;

(c) Sell, convey, exchange, transfer upon trust, grant liens upon by way of mortgage, security interest, pledge and/or deed of trust, and otherwise dispose of all manner of property, real, personal or mixed, tangible or intangible, including but not limited to fixtures, buildings and equipment;

(d) Act as trustee under any trust created to furnish funds for the objects and purposes of the Corporation and to

receive, hold title to, possess, administer and disburse funds and property subject to such a trust;

(e) Provide for the payment of all reasonable and necessary expenses, expenditures, debts, and other bills as may from time to time be incurred by the Corporation at the direction of the Board of Directors, or the officers of the Corporation upon the direction and delegation of the Board of Directors; and

(f) Make such business arrangements as are necessary and appropriate to carry out its objects and purposes.

Notwithstanding any other provision of these Articles of Incorporation to the contrary, the Corporation shall not carry on any activities not permitted to be carried on by (1) a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or any corresponding provision of any future United States internal revenue law; or (2) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any corresponding provisions of any future United States internal revenue law.

ARTICLE FIVE

NONPROFIT STATUS

The Corporation shall be a not for profit corporation as defined in the Alabama Nonprofit Corporation Act, as amended.

ARTICLE SIX

DISSOLUTION

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be applied and

distributed in accordance with Section 10-3A-141, Code of Alabama, 1975, as amended; provided, however, that in the event of dissolution, the residual assets of the Corporation will be turned over to (1) one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law; or (2) to the Federal, State, or local government for exclusively public purposes. No Director or officer of the Corporation, or any private individual, shall be entitled to share in the distribution or division of any of the corporation assets on dissolution of the Corporation.

ARTICLE SEVEN

REGISTERED AGENT AND OFFICE

The address of the initial registered office of the Corporation is 4833 Caldwell Mill Lane, Birmingham, Alabama 35242 and the name of its initial registered agent at such address is Martin J. Connors.

ARTICLE EIGHT

BOARD OF DIRECTORS

Election to the Board of Directors shall be by majority vote of the then members of the Board of Directors. The number of Directors constituting the initial Board of Directors of the Corporation is three (3) and the names and addresses of the

persons who are to serve as Directors until the first annual meeting or until their successors are elected and shall qualify are:

Martin J. Connors, III
4833 Caldwell Mill Lane
Birmingham, AL 35243

Paul McMahon
3430 Loch Ridge Trail
Birmingham, AL 35226

William Voight
401 North 20th Street
Birmingham, AL 35203

The initial Chairman of the Board of Directors shall be Martin J. Connors, III.

ARTICLE NINE

OFFICERS

The names and addresses of the officers of the Corporation, who are to serve as such until others are selected by the Directors at their first annual meeting and thereafter for such terms as the Directors may designate, not to exceed three (3) years:

President and Treasurer	Martin J. Connors, III 4833 Caldwell Mill Lane Birmingham, AL 35243
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Vice-President	William Voight 401 North 20th Street Birmingham, AL 35203
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Secretary	Paul McMahon 3430 Loch Ridge Trail Birmingham, AL 35226
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ARTICLE TEN
INCORPORATION

The name and address of the incorporator is:

Ferris W. Stephens
704 Staffordshire Lane
Birmingham AL 35226

ARTICLE ELEVEN
MEMBERSHIP

The Corporation shall have no members.

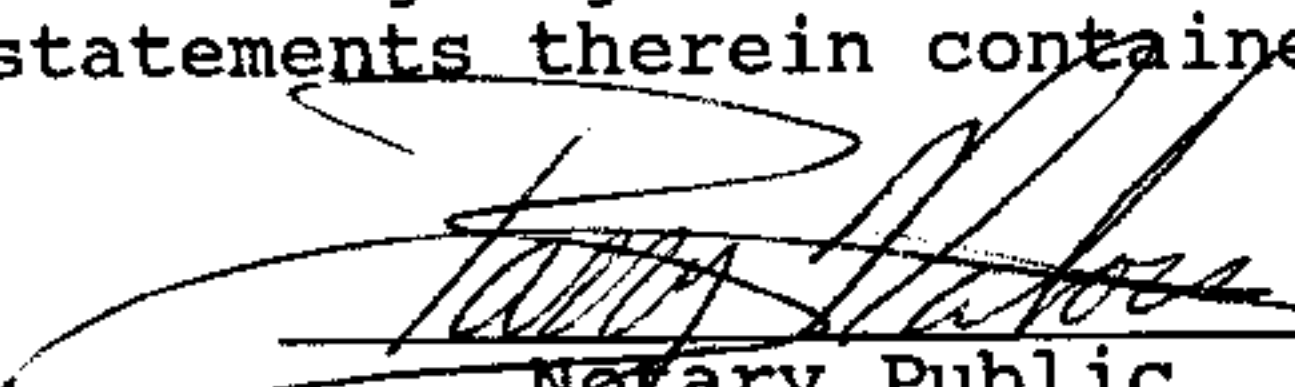
Dated: March 8, 1994



FERRIS W. STEPHENS

STATE OF ALABAMA)
)
SHELBY COUNTY)

I, the undersigned authority, a notary public in and for said county in said state, hereby certify that on the 9th day of March, 1994, personally appeared before me, Ferris W. Stephens, whose name is signed on the foregoing document as incorporator, and he averred that the statements therein contained are true.



Notary Public

My commission expires MY COMMISSION EXPIRES JUNE 28, 1997

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

THE BIRMINGHAM IRISH CULTURAL SOCIETY AND CELEBRATION

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of THE BIRMINGHAM IRISH CULTURAL SOCIETY AND CELEBRATION, 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 _____ of THE BIRMINGHAM IRISH CULTURAL SOCIETY AND CELEBRATION, and attaches hereto a duplicate original of the Articles of INCORPORATION.

GIVEN Under My Hand and Official Seal on this the 17 day of

MARCH, 19 94.



Judge of Probate

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