

ARTICLES OF INCORPORATION
OF
BAPTIST NURSING FELLOWSHIP, INC.

The undersigned natural persons of the age of nineteen (19) years or more, desiring to form a corporation under the Alabama Nonprofit Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is Baptist Nursing Fellowship, Inc.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The primary purposes of this corporation are to provide Christian professional fellowship among the membership and to strengthen individually and collectively the relationship and commitment of the membership to Jesus Christ. It is intended that this purpose will be accomplished through and with the guidance of the Holy Spirit. The channels and opportunities for accomplishing this purpose, as well as the objectives, on a local, regional, convention (i.e., Southern Baptist Convention) and worldwide basis are as follows:

1. To provide an opportunity for sharing, worshiping, ministering and witnessing through Christian professional fellowship and association.

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2. To provide an opportunity for educational and learning experiences through Bible study, theological training, ethical study, evaluation of denominational work and professional education.

3. To provide an opportunity for expanded Christian service and witness by the following means:

- a. Mission support, including local, home and foreign activities.
- b. Disaster relief.
- c. Personal involvement in mission service as individually and collectively led by the Holy Spirit.

It is intended that these opportunities be structured on a local, state and convention-wide basis.

Further, so as to aid in the accomplishment of all of the foregoing, the corporation shall have the following additional purposes and powers:

1. To solicit and raise funds through grants and gifts to be used to defray operating expenses and to make capital improvements, and to be held as endowment as from time to time the Directors of the corporation may determine.

2. To be organized and to conduct its affairs as a not for profit corporation as defined by the Alabama Nonprofit Corporation Act, having no stockholders, and in such manner as to qualify as an organization defined in Section 501(c)(3) of the Internal Revenue Code of 1954, as

amended, and as the same may be amended from time to time, and in connection therewith it is expressly a purpose of the corporation that no part of its profits, if any, shall be distributed to its members, directors, or officers by dividends or otherwise.

3. To consistently benefit all mankind without regard to race, religion, color, creed, sex, age, or country of origin.

4. To do and to have all applicable purposes and authority created or granted by common and statutory law, including but not limited to those enumerated in the Alabama Nonprofit Corporation Act, and such other purposes as may be necessary, convenient or advisable incident to and to accomplish the foregoing.

5. To buy, own, sell, convey, assign, mortgage or lease any interest in real estate and personal property and to construct, maintain and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth herein.

6. To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge, or other lien on the corporation's property.

ARTICLE IV

The corporation shall have such members, divided into such classes, as may be provided for in the bylaws.

ARTICLE V

The governing authority of the corporation shall be vested in the Board of Directors which Board shall serve without compensation. The Board of Directors shall be elected and determined in accordance with the bylaws of the corporation.

ARTICLE VI

The address of the initial registered office of the corporation is 100 Missionary Ridge, Birmingham, Alabama 35283, and the name of the initial registered agent at such address is Dr. Dellanna W. O'Brien.

ARTICLE VII

In the event of dissolution of the corporation or the winding up of its affairs, or other liquidation of its assets, the corporation's property shall not be conveyed to any organization created or operated for profit or to any individual for less than fair market value of such property, and all assets remaining after the payment of the corporation's debts shall be conveyed or distributed only to an organization or organizations created and operated for non-profit purposes similar to those of the corporation.

ARTICLE VIII

The number of directors constituting the initial board shall be three (3) and the names and address of the persons who are to serve as such directors are:

Ellen D. Tabor
1360 Pinebluff Road
Winston-Salem, North Carolina 27103

June Whitlow
600 North 20th Street
Birmingham, Alabama 35203

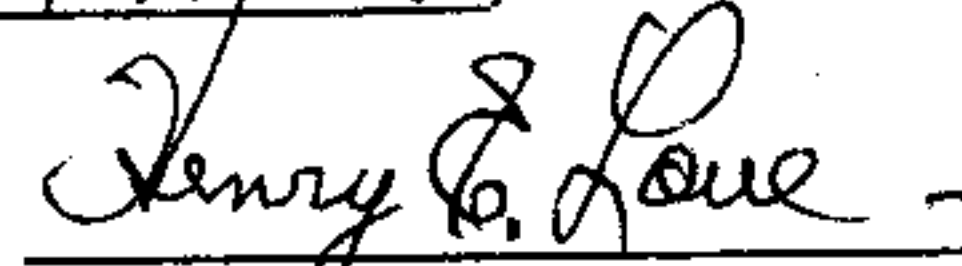
Carol Stephenson
1853 Lemonwood Circle
Mesquite, Texas 75149

ARTICLE IX

The name and address of each incorporator is:

Henry E. Love	1548 Poplar Avenue Memphis, Tennessee 38104
Timothy C. Pennell	Bowman Gray School of Medicine Wake Forest University Winston-Salem, North Carolina 27103
Ellen D. Tabor	1360 Pinebluff Road Winston-Salem, North Carolina 27103
Carolyn Weatherford	600 North 20th Street Birmingham, Alabama 35203

IN WITNESS WHEREOF, the undersigned incorporators have hereto set their hands and seals this 22nd day of November, 1983.


Henry E. Love


Timothy C. Pennell


Ellen D. Tabor

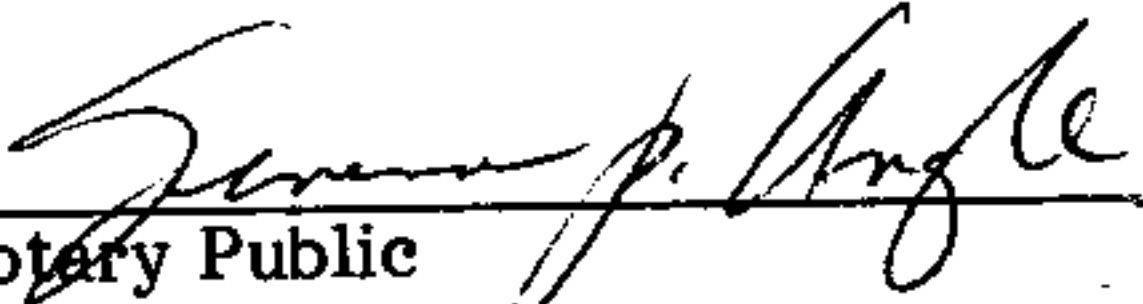

Carolyn Weatherford

STATE OF TENNESSEE

COUNTY OF

I, the undersigned notary public in and for said county and state, hereby certify that HENRY E. LOVE personally appeared before me and upon oath stated that he is one of the incorporators of the Baptist Nursing Fellowship, that he is over the age of nineteen (19) years, that he executed the foregoing Articles of Incorporation of The Baptist Nursing Fellowship as one of the incorporators, and that the statements made therein are true and correct.

Dated this 22 day of November, 1983.


Notary Public

My Commission Expires:

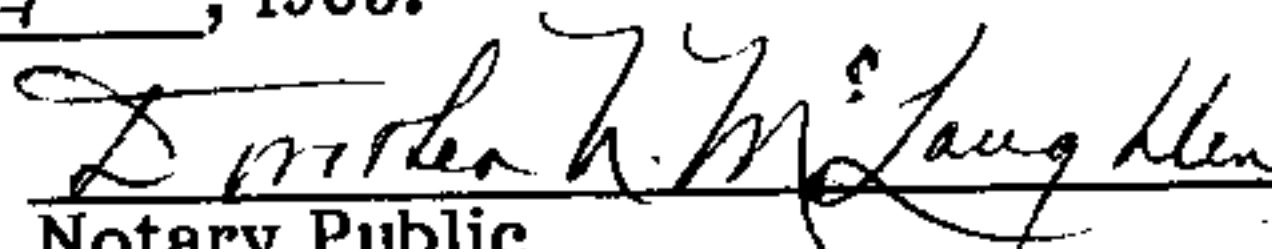
My Commission Expires April 9, 1985

STATE OF NORTH CAROLINA

^{Dist 2}
COUNTY OF ~~WAKE~~ Forsyth

I, the undersigned notary public in and for said county and state, hereby certify that TIMOTHY C. PENNELL personally appeared before me and upon oath stated that he is one of the incorporators of the Baptist Nursing Fellowship, that he is over the age of nineteen (19) years, that he executed the foregoing Articles of Incorporation of The Baptist Nursing Fellowship as one of the incorporators, and that the statements made therein are true and correct.

Dated this 1st day of November, 1983.


Notary Public

My Commission Expires:

My Commission Expires April 19, 1984

STATE OF NORTH CAROLINA

COUNTY OF ^{gcs} ~~WAKE~~ Forsyth

I, the undersigned notary public in and for said county and state, hereby certify that ELLEN D. TABOR personally appeared before me and upon oath stated that she is one of the incorporators of the Baptist Nursing Fellowship, that he is over the age of nineteen (19) years, that she executed the foregoing Articles of Incorporation of The Baptist Nursing Fellowship as one of the incorporators, and that the statements made therein are true and correct.

Dated this 21 day of October, 1983.

Jimmy C. Glasgow
Notary Public
My Commission Expires 2/5/85

OFFICIAL SEAL
Notary Public, North Carolina
County of Forsyth
Jimmy C. Glasgow
My comm expires Feb. 5, 1985

STATE OF ALABAMA

COUNTY OF JEFFERSON

I, the undersigned notary public in and for said county and state, hereby certify that CAROLYN WEATHERFORD personally appeared before me and upon oath stated that she is one of the incorporators of the Baptist Nursing Fellowship, that she is over the age of nineteen (19) years, that she executed the foregoing Articles of Incorporation of The Baptist Nursing Fellowship as one of the incorporators, and that the statements made therein are true and correct.

Dated this 17 day of October, 1983.

Joyce R. Bates
Notary Public

My Commission Expires:

9-30-85

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

BAPTIST NURSING FELLOWSHIP, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of BAPTIST NURSING FELLOWSHIP, 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 BAPTIST NURSING FELLOWSHIP, INC., and attaches hereto a duplicate original of the Articles of NON-PROFIT.

GIVEN Under My Hand and Official Seal on this the 4th day of

JANUARY, 19 95.

Thomas A. Snowden, Jr.

Judge of Probate

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