

STATE OF ALABAMA )

COUNTY OF SHELBY )

**ARTICLES OF INCORPORATION**

**OF**

**AFRICAN MINISTRIES EVANGELISTIC  
ASSOCIATION, INC.**

Inst # 1997-40039

We, the undersigned, being natural persons, act as incorporators of a corporation under the Alabama Nonprofit Corporations Act (Code of Alabama, 1C-3A-1 et seq., 1975), do hereby adopt the following Articles of Incorporation:

1. The name of the corporation is AFRICAN MINISTRIES EVANGELISTIC ASSOCIATION, INC.

2. The period of duration of the corporation shall be perpetual.

3. This corporation is organized for the purpose of spreading the Gospel of Jesus Christ, specifically, but not limited to countries located on the continent of Africa. This will be a Christian Evangelistic Outreach Association and will provide spiritual, corporal, educational, financial, evangelical, and other assistance to natives and residents of the continent of Africa. To establish a foundation to contribute money for the education and/or other financial and evangelical assistance to the inhabitants of the continent of Africa.

This corporation is not organized for monetary gain or any purpose or activity outside those permitted by §501(c)(3) and § 170(c)(2) of the Internal Revenue Code of 1954 or any corresponding provision of any future United States Internal Revenue Law. This corporation shall not engage in any activities not permitted in the above sections of the Internal Revenue Code, regardless of any other provision of these articles.

3a. Said corporation/organization is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code).

No part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributed to its members, trustees, directors, officers or other private persons, except that the corporation/organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501(c)(3)

12/09/1997-40039  
11:45 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
006 MEL 50.00

purposes. No substantial part of the activities of the corporation/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation/organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation/organization shall not carry on any other activities not permitted to be carried on (a) by a corporation/organization exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code) or (b) by a corporation/organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

4. This corporation shall have no members as such.

5. The Board of Directors shall consist of no less than three (3) and no more than fifteen (15) directors. The number of directors may be adjusted within this range by amendment to the Bylaws.

The president, vice-president, secretary, and treasurer of the corporation shall be ex officio members of the Board of Directors.

Any director elected or appointed may be removed from office by a majority of the directors of the corporation in a meeting duly assembled whenever, in their judgment, the best interests of the corporation will be served.

6. The officers of the corporation shall consist of a president, vice-president, secretary, and treasurer to be elected every three (3) years by the Board of Directors. Election of such officers shall be held at such time and in such manner as is provided for in the corporation Bylaws upon expiration of the terms of the original officers. Officers may be removed from office by a two-thirds (2/3) vote of the entire Board of Directors of the corporation in a meeting duly assembled whenever, in their judgment, the best interests of the corporation will be served.

7. The address of the initial registered officer of the corporation shall be at 1530 Highway 303, Shelby, Alabama 35143.

8. The corporation shall have all the powers granted to nonprofit corporations in section 10-3A-20 of the 1975 Code of Alabama, as recompiled and amended.

9. The principal office of the corporation shall be located at 1530 Highway 303, Shelby, Alabama 35143.

10. In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state, or local government for exclusive public purpose.

11. The names and addresses of the initial officers and directors are as follows:

Directors:

Sandra W. Benson  
283 Fran Drive  
Montevallo, Alabama 35115

Diana Smith and  
Levi Smith  
1530 Highway 303  
Shelby, Alabama 35143.

Officers:

President Sandra W. Benson  
283 Fran Drive  
Montevallo, Alabama 35115

Vice-president Diana Smith  
1530 Highway 303  
Shelby, Alabama 35143.

Secretary Levi Smith  
1530 Highway 303  
Shelby, Alabama 35143.

Treasurer Levi Smith  
1530 Highway 303  
Shelby, Alabama 35143.

The names and addresses of the incorporators are:

Sandra W. Benson  
283 Fran Drive  
Montevallo, Alabama 35115

Diana Smith and  
Levi Smith  
1530 Highway 303  
Shelby, Alabama 35143.

IN WITNESS WHEREOF, the incorporators have hereunto set their hands and seals on  
this the 2<sup>nd</sup> day of ~~January~~, 1997.  
December

Sandra W. Benson  
SANDRA W. BENSON

Diana Smith  
DIANA SMITH

Levi Smith  
LEVI SMITH

STATE OF ALABAMA     )  
COUNTY OF SHELBY    )

Before me, the undersigned Notary Public, personally appears Sandra W. Benson, who  
being known to me and who, being first duly sworn, did depose and say that the foregoing facts  
are true and correct.

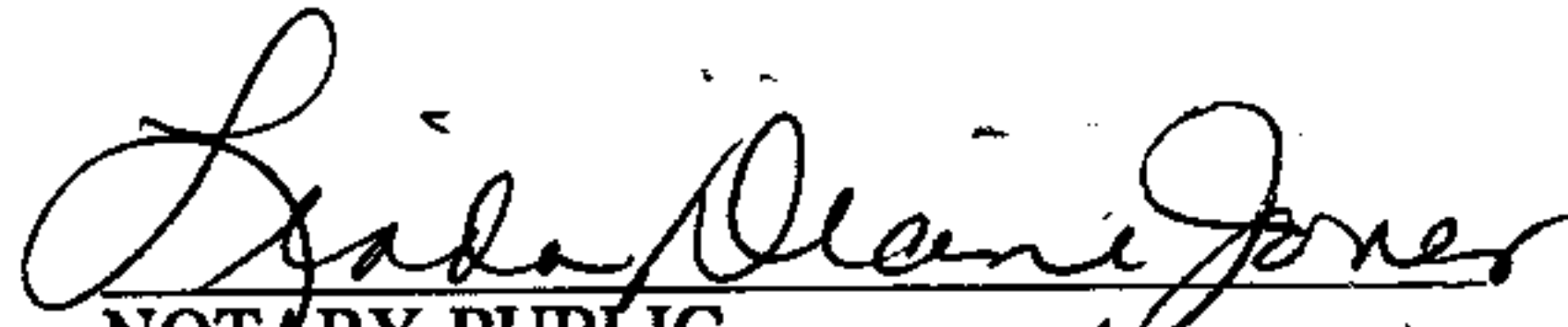
Sworn to and subscribed before me this the 2 day of December, 1997.

Linda Diane Jones  
NOTARY PUBLIC  
My Commission Expires: 4/4/98

STATE OF ALABAMA     )  
COUNTY OF SHELBY    )

Before me, the undersigned Notary Public, personally appears Diana Smith, who being known to me and who, being first duly sworn, did depose and say that the foregoing facts are true and correct.

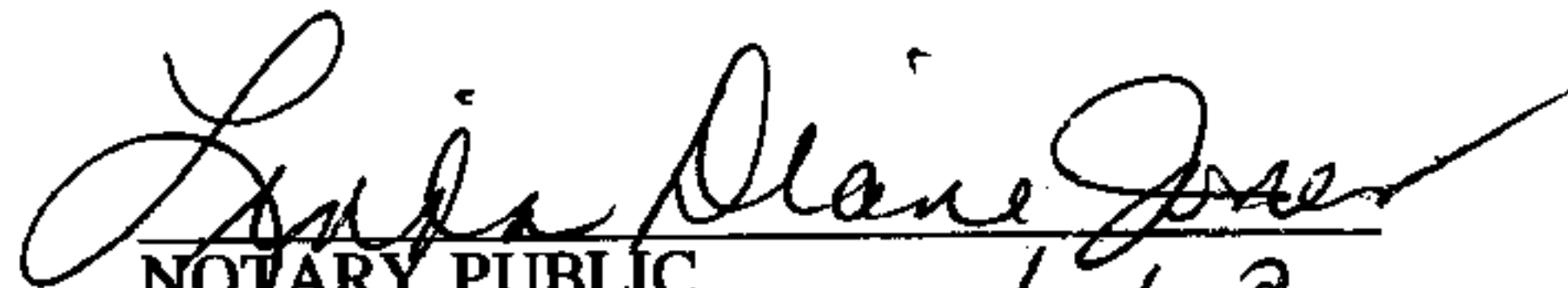
Sworn to and subscribed before me this the 2<sup>nd</sup> day of December 1997.

  
NOTARY PUBLIC  
My Commission Expires: 4/4/98

STATE OF ALABAMA     )  
COUNTY OF SHELBY    )

Before me, the undersigned Notary Public, personally appears Levi Smith, who being known to me and who, being first duly sworn, did depose and say that the foregoing facts are true and correct.

Sworn to and subscribed before me this the 2<sup>nd</sup> day of December 1997.

  
NOTARY PUBLIC  
My Commission Expires: 4/4/98



# State of Alabama

SHELBY

## County

### CERTIFICATE OF INCORPORATION

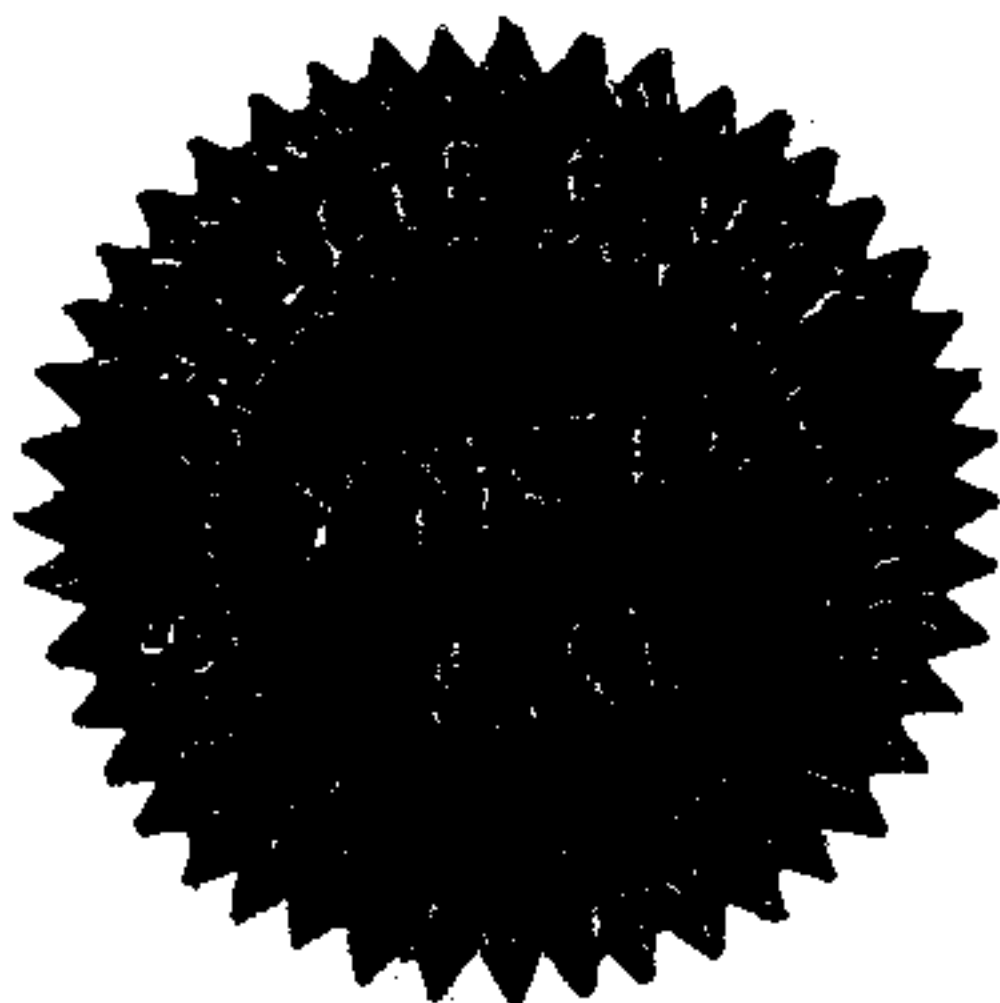
OF

AFRICAN MINISTRIES EVANGELISTIC ASSOCIATION, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of AFRICAN MINISTRIES EVANGELISTIC ASSOCIATION, INC., duly signed and verified pursuant to the provisions of Section NONPROFIT 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 AFRICAN MINISTRIES EVANGELISTIC ASSOCIATION, INC., and attaches hereto a duplicate original of the Articles of INCORPORATION.

GIVEN Under My Hand and Official Seal on this the 9TH day of DECEMBER, 19 97.



Judge of Probate

12/09/1997-40039  
11:45 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
006 HEL 50.00