

**ARTICLES OF INCORPORATION
OF CONCORD BAPTIST CHURCH**

A NONPROFIT CORPORATION

These articles of incorporation are signed and acknowledged by the incorporators for the purpose of forming a nonprofit corporation under the provisions of the Code of Alabama, 1975, known as the Alabama Nonprofit Corporation Act and to comply with section 501© of the Internal Revenue Code as follows:

ARTICLE I: NAME

The name of the Corporation shall be **Concord Baptist Church**

ARTICLE II: PURPOSE

The objects and purposes of this Corporation are as follows:

(1) The corporation is organized for the purpose of engaging in all religious, charitable, scientific, literary or educational purposes including to foster, develop and promote the Gospel of Jesus Christ and Christian morals throughout the local community, and the State of Alabama, in which an organization may engage as an organization qualifying as an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 and the regulations promulgated thereunder, as said Code and regulations now exist or as they may hereafter be amended (or the corresponding provision of any subsequent federal tax law, said Code, regulations and subsequent federal tax law laws, if any, being hereinafter referred to together as the "Code"), and to promote and advance such purposes by any activity in which a corporation organized under the Alabama Nonprofit Corporation Act may engage, exclusively, either directly or by contributions to organizations qualifying as exempt organizations under Section 501(c)(3) of the Code, and to receive and maintain a fund or funds of real or personal property, or both, and to administer and apply the income and principal thereof, within the United States of America, for such purposes.

(2) Without in any way limited the foregoing purposes, to make contributions to organizations which are exempt from federal income taxation under Section 501(c)(3) of the Code and to national, state or local governments or any political subsidiaries of any thereof.

(3) The corporation shall possess and exercise all the powers and privileges granted by the Alabama Nonprofit Corporation Act or by any other law of the State of Alabama together with all powers necessary or convenient to the conduct, promotion or attainment of the activities or purpose of the corporation (limited only by the restrictions set forth in these Articles of

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Incorporation), including, but not limited to the following powers:

(I) to acquire by lease, option, purchase, gift, grant, devise, conveyance, or otherwise, and to hold, enjoy, possess, rent. Lease, mortgage, farm, ranch, work. Forest, and sell real property or any interest therein, and to construct, maintain and operate improvement thereon;

(ii) to acquire by option, purchase, gift, grant, bequest, transfer or otherwise and to hold, enjoy, possess, use, run, work, pledge as security, sell, transfer or in any manner dispose of personal property of any class or description whatsoever;

(iii) to retain any property, investments or securities originally received by the corporation or thereafter acquired by the corporation or thereafter acquired by it so long as the directors of the corporation shall consider the retention thereof desirable;

(iv) To invest any and all funds coming into the hands of the corporation on any account whatsoever in such property, investments or securities as the directors of the corporation may, in the discretion of the directors, deem advisable, however doubtful or hazardous or limited the description or nature of any property, investments or securities so retained may be, whether or not the same may be currently producing income and whether or not the same are or may be such as are authorized or deemed proper for investment of trust funds under the Constitution or laws of the State of Alabama or the United States;

(v) to borrow and lend money to or from any person, persons, firm, business, partnership, or corporation, with or without security, and if with security, with such security as the directors of the corporation deem proper or appropriate, and, in connection with any borrowing of money by the corporation, to issue evidences of indebtedness of such borrowing and to secure the same by mortgage, pledge or other lien on the corporation's property;

(vi) to convert real property owned by the corporation into personal property and personal property into real property;

(vii) to improve or cause or permit real property to be improved and to abandon any property that the directors of the corporation deem to be without substantial value;

(viii) to manage and control any shares of stock, certificates of interest, bonds or other securities of any corporation, trust or association at any time acquired in any way by this corporation and with respect to the same to concur in any plan, scheme or arrangement for the consolidation, merger, conversion, recapitalization, reorganization or dissolution, or the lease or other disposition of the properties of any such corporation, trust or association the securities of which are held by this corporation and as owner thereof to vote any security of any corporation, trust or association held by this corporation at any meetings of the holders of the same class of security of the issuing entity and generally in all respects to exercise all of the rights of ownership therein;

(ix) to guarantee or become surety for the obligations of any other nonprofit corporation or corporation not of a business character; and

(x) to do and perform all other acts and things that may be incidental to and come legitimately within the scope of any and all of the objects and purposes of the corporation or which may be necessary or appropriate for the carrying out and accomplishment of any and all of the objects and purposes of the corporation, and to have

and exercise all rights and powers now conferred or which may hereafter be conferred on corporations not of a business character under the laws of the State of Alabama.

(4) The foregoing clauses of this Article III shall be construed equally as objects, purposes and powers and the foregoing enumeration of specific objects, purposes or powers shall not be construed or held to limit or restrict in any manner the powers of the corporation expressly conferred by law, except as expressly stated.

(5) Notwithstanding any other provisions of these Articles of Incorporation, this corporation will not carry on any activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Code or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE III: POWERS

The powers which the Corporation may exercise are as follows:

(1) Anything herein contained to the contrary notwithstanding, the corporation shall not be operated for private profit and no part of the assets or the net earnings of the corporation shall at any time inure to the benefit of any member, director, officer or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to reimburse expenditures incurred in the performance of their duties by members, directors and officers and to make payments and distributions in furtherance of the objects and purposes set forth in this Article III.

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

ARTICLE IV: INCORPORATORS

The names and addresses of each of the incorporators are as follows:

Jerry East
11101 Highway 22
Calera, AL 35040

Dennis Blankenship
P.O. Box 1055
Alabaster, AL 35007

Richard Posey
10532 Highway 22
Calera, AL 35040

Leland Atchison
1524 King George Drive
Alabaster, AL 35007

ARTICLE V: MEMBERSHIP

The Corporation Concord Baptist Church has enacted bylaws which provide in complete details the membership requirements of Concord Baptist Church.

ARTICLE VI: OFFICERS

The officers of the corporation shall consist of the President, Vice-President, Secretary and Treasurer. The terms of the officers shall correspond to the Corporation's fiscal year. The Board of Trustees shall consist of officers, to serve for terms of one year or until their successors are duly nominated and elected. The times, places and manner of selecting officers and trustees shall be provided in the by-laws. The officers for the first year shall be:

President: Dennis Blankenship
Vice-President: Richard Posey
Treasurer: Leland Atchison
Secretary: Leland Atchison

ARTICLE VII: BY- LAWS

The Members have adopted by-laws for the governance of the Corporation.

ARTICLE VIII: REGISTERED OFFICE AND REGISTERED AGENT

The location and address of the corporations initial registered office is Concord Baptist Church, 11215 Highway 22, Calera, Al. 35040. The name of the registered agent is Leland Atchison.

ARTICLE IX: AUTHORITY

Said corporation is organized on a nonstock basis. Said corporation is to be financed under the following general plan: by contributions to it of funds and property absolutely or in any of them, any property real, personal or mixed, without limitations as to amount or value, except such limitation, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to deal with such property for any of the aforementioned purposes without limitation, except such limitations, if any, may be contained in the instrument under which such property is received; and to exercise any, all, and every power for which a nonprofit corporation organized under the provisions of the Alabama Nonprofit Corporation Act, all for the public welfare can be authorized to exercise, but not any other power. No part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation.

ARTICLE X: DURATION

This being a benevolent corporation, its term is unlimited and in perpetuity.

ARTICLE XI: TRUSTEES

The names and addresses of the Board of Trustees of the Corporation chosen for the first year or until their respective successors are elected and qualified are as follows:

Dennis Blankenship
P.O. Box 1055
Alabaster, AL 35007

Leland Atchison
1524 King George Drive
Alabaster, AL 35007

Richard Posey
10532 Highway 22
Calera, AL 35040

The members of the Board of trustees are deemed directors for the purpose of the Alabama Nonprofit Corporation Act.

ARTICLE XII: DISSOLUTION

All the property of this corporation and accumulations thereof shall be held and administered to effectuate its purposes and to serve the general welfare of the people of the State of Alabama. Upon the dissolution of this nonprofit corporation for any cause, the assets of the corporation of whatever kind and wherever situated shall be distributed to any nonprofit corporation qualified to receive such distributions under section 501© of the Internal Revenue Code, or corresponding sections of any future law, or Federal, State or local government for exclusive public purpose. No distribution of the assets of this corporation shall ever be made to any member, director or officer of this Corporation.

We, the undersigned, each being over nineteen years of age represent the members of Concord Baptist Church, Incorporated and hereby certify that we are duly constituted members of the said corporation desire to become incorporated as set forth above.

In Witness Whereof the incorporators have signed the Articles of Incorporation on this the 21 day of January, 1998.

Jerry W. East
Dennis Blankenship
Richard Posey
Leland Atchison

STATE OF ALABAMA)
Shelby COUNTY)

Before me, Mary L. Lafferty, a Notary Public in and for the State at Large, personally appeared Jerry East, Dennis Blankenship, Richard Posey and Leland Atchison, who each being by me first duly sworn, states that they are the persons named as the Incorporators of Concord Baptist Church, Incorporated and that they, as such Incorporators are bona fide members and each are over nineteen years of age and make this affidavit to comply with the Statutes and Laws of the State of Alabama relative to the Incorporation of a Nonprofit Organization, under the Alabama Nonprofit Corporation Act.

This the 21 day of January, 1998.

Mary L. Lafferty
Notary Public, State at Large
My Commission Expires: 11/6/2000

State of Alabama

SHELBY

County

Inst # 1998-03121

CERTIFICATE OF INCORPORATION

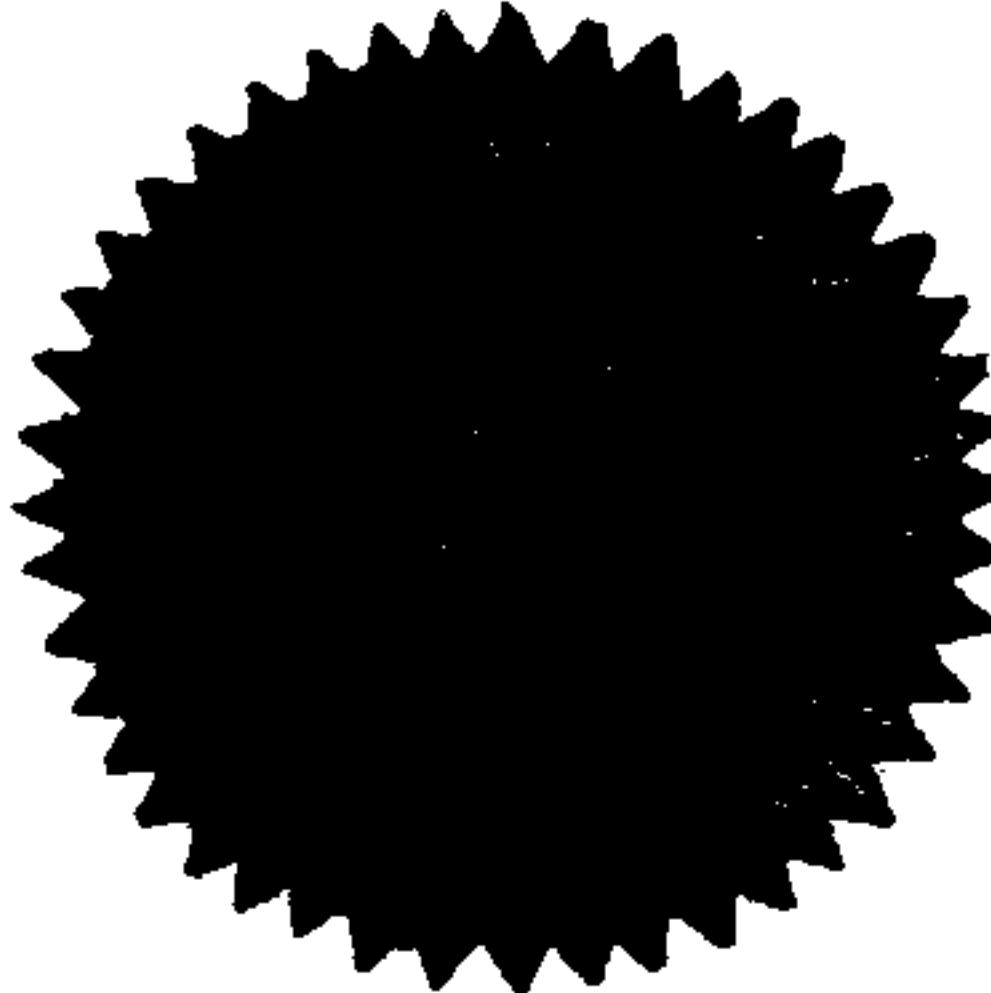
OF

CONCORD BAPTIST CHURCH

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of CONCORD BAPTIST CHURCH, 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 CONCORD BAPTIST CHURCH, and attaches hereto a duplicate original of the Articles of INCORPORATION.

GIVEN Under My Hand and Official Seal on this the 30TH day of JANUARY, 19 98.



Patricia L. Geyer Schmiedt

Judge of Probate

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