

**ARTICLES OF INCORPORATION
WALLACE-CAMPBELL COMMUNITY CENTER, INC.**

STATE OF ALABAMA
SHELBY COUNTY

We, the undersigned, being natural persons over the age of twenty-one years acting as incorporators of a corporation under the Alabama Non-Profit Corporation Act, adopted the following Articles of Incorporation for such corporation:

- a. The name of the corporation is : WALLACE-CAMPBELL COMMUNITY CENTER, INC.
- b. The period of its duration is perpetual.
- c. The purpose of purposes for which the corporation is organized shall be to construct, maintain and operate community center, cemeterie, recreation area, training center and social activities, and to buy, own and sell real estate in connection with said purposes. The corporation is not organized for pecuniary profit nor shall it have any power to issue certificates of stock or declare dividends and no part of its net earnings shall insure to the benefit of any member, director or individual.
- d. The initial members of the corporation shall be those persons who sign as incorporators and pay the sum of \$10.00 as membership fee per year. There shall be only one class of members in said corporation and each member shall have one vote. The rights and privileges of the members of said corporation shall be set out in the By-Laws and the rules and regulations adopted by said corporation, after the incorporation of said club, other persons may become members by making application and complying with the By-Laws regulating qualifications for membership in said corporation.
- e. The officers of said corporation shall consist of a President, Vice President, Secretary and Treasurer to be elected annually by the Board of Directors. Said election to be held at such time and in such manner as is provided for in the By-Laws of said corporation. The Board of Directors shall consist of nine (9) members, three of which shall be elected to serve for one year, three shall be elected to serve for two years and three shall be elected to serve for three years. The number of directors may be increased or decreased from time to time by amendment to the By-Laws. Said Board of Directors shall be elected by the members of the corporation an set out in the By-Laws of said corporation. The names and address of the initial officers and directors are as

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as follows:

OFFICERS:

President:	Brenda Martin, Columbiana, AL
Vice President:	Thelma Lamb, Columbiana, AL
Secretary:	Barbara Martin, Columbiana, AL
Asst. Secretary:	Mae Buie, Columbiana, AL
Treasurer:	Soloine Madison, Columbiana, AL

DIRECTORS:

Members to serve one year:	Norman White, Shelby, AL Joe Green, Shelby, AL William Buie, Columbiana, AL
Members to serve two years:	Chris Sutton, Columbiana, AL David Abrams, Columbiana, AL Clarence Harris, Columbiana, AL
Members to serve three years:	Leslie Whiting, Columbiana, AL Ollie Gay, Columbiana, AL Frieda Abrams, Columbiana, AL

Any officer elected or appointed may be removed by a majority of the membership of said corporation in meeting duly assembled whenever, in their judgment the best interest of the corporation will be served thereby.

- f. After the issuance of the Certificate of Incorporation of said corporation, an organization shall be held at the call of a majority of the incorporators for the purpose of adopting By-Laws, electing officers and the transaction of such other business as may come before the meeting. The incorporators calling the meeting shall give at least ten (10) days notice thereof to each director so named, which said notice shall state the time and place of the meeting. The first meeting of the members of said corporation may be held at the call of the directors or a majority of them upon ten (10) days notice being given for such purposes as may be stated in the notice of the meeting. Said notice shall be given either by mail or by public notice in the Shelby County Reporter by publication for one week. The initial By-Laws of said corporation shall be adopted by the Board of Directors of said corporation and also by the member of said corporation in either a regular meeting or a special meeting called for said purpose and the same shall continue in effect as By-Laws until the same are altered, amended or repealed by said corporation, as provided for in the By-Laws adopted by said corporation.
- g. The address of the initial registered office of the corporation is Columbiana, Alabama, and the name of its initial registered Agent at such address is
1910 Hwy 42, Columbiana, AL 35051
Brenda Martin

- h. Said corporation shall have all of the powers granted to non-profit corporations in Title 10, Chapter 10 of the 1940 Code of Alabama as recompiled and amended.
- I. The Board of Directors by resolution adopted by a majority of directors in office may designate such committees as they deem proper for the carrying out of the functions of said corporation and the President may appoint members from the membership of said corporation to such committees, which committees shall serve for the terms set out in the appointments.
- j. The names and addresses of the incorporators are:
- Brenda Martin, Columbiana, AL
 - Thelma Lamb, Columbiana, AL
 - Barbara Martin, Columbiana, AL
 - Mae Buie, Columbiana, AL
 - Soloine Madison, Columbiana, AL
 - Norman White, Shelby, AL
 - Joe Green, Shelby, AL
 - William Buie, Columbiana, AL
 - Chris Sutton, Columbiana, AL
 - David Abrams, Columbiana, AL
 - Clarence Harris, Columbiana, AL
 - Leslie Whiting, Columbiana, AL
 - Ollie Gay, Columbiana, AL
 - Frieda Abrams, Columbiana, AL

IN WITNESS WHEREOF, the incorporators have hereunto set their hands and seal this 15 day of ~~March~~ ^{April} 1998.

<u>Brenda Martin</u>	(SEAL)
<u>Thelma Lamb</u>	(SEAL)
<u>Barbara Martin</u>	(SEAL)
<u>Mae Buie</u>	(SEAL)
<u>Soloine Madison</u>	(SEAL)
<u>Norman White</u>	(SEAL)
<u>Joe Green</u>	(SEAL)
<u>William Buie</u>	(SEAL)
<u>Chris Sutton</u>	(SEAL)
<u>David Abrams</u>	(SEAL)
<u>Clarence E. Harris</u>	(SEAL)
<u>Leslie D. Whiting</u>	(SEAL)
<u>Ollie M. Gay</u>	(SEAL)
<u>Frieda N. Abrams</u>	(SEAL)

STATE OF ALABAMA
SHELBY COUNTY

I, Pearl Farris, a Notary Public in and for said State at Large,

hereby certify that Brenda Martin, Thelma Lamb, Barbara Martin, Mae Buie, Soloiné Madison, Norman White, Joe Green, William Buie, Chris Sutton, David Abrams, Clarence Harris, Leslie Whiting, Ollie Gay and Frieda Abrams, whose names are signed to the foregoing instrument and who are known to me, acknowledge before me on this day that, being informed of the contents of this instrument, they executed the same voluntarily on the day the same bears date.

Given under my hand this 15 day of April, 1998.

Pearl Farris
Notary Public

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

WALLACE-CAMPBELL COMMUNITY CENTER, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of WALLACE-CAMPBELL COMMUNITY CENTER, 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 WALLACE-CAMPBELL COMMUNITY CENTER, INC., and attaches hereto a duplicate original of the Articles of INCORPORATION.

GIVEN Under My Hand and Official Seal on this the 21 day of

APRIL, 1998.

Patricia Gayle Schmiedel

Judge of Probate

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