

ARTICLES OF INCORPORATION OF

NAME Center - Pelham,

A NON-PROFIT CORPORATION

These Articles of Incorporation are signed and acknowledged by the incorporators for the purpose of forming a non-profit corporation under the provisions of the Alabama Non-Profit Corporation Act, as follows:

ARTICLE I

The name of the corporation is: **NAME Center - Pelham**

ARTICLE II

The term of the corporation is unlimited and perpetual. In the event of dissolution, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation to any organization or organizations organized and operated exclusively for charitable, educational, or religious purposes as shall at the time qualify as an exempt organization or organizations under and within the meaning of §501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue law) as the Board of Directors shall determine. Among other methods and reasons for dissolution, the Board of Directors may, by two-thirds vote, cease corporate activities and dissolve the corporation in accordance herewith.

ARTICLE III

1. The purpose of this corporation is to provide biblical based lay counseling for all individual needs, marriage, divorce, and all other inter-personal and related situations and relationships.
2. To receive and administer funds for the aforesaid purpose or purposes and for no other purpose, and to that end, to take and hold by contract, agreement, devise, bequest, gift, purchase, lease, either absolutely or in trust, for such objects and without limitations as to the amount or value, except such limitations, 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 limitation, if any,

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as may be contained in the instrument under which such property is received, and to exercise any, all and every power for which a non-profit corporation organized under the provisions of the Alabama Non-Profit Corporation Act, all for the public welfare which can be authorized to exercise, but not any other power.

3. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes set forth in this Article III. 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 or against any candidate for public office.

4. Notwithstanding any of the provisions of these Articles of Incorporation, this corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under §501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue law, or, (b) by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code, or any other corresponding provision of any future United States Internal Revenue law.

ARTICLE IV

The location of the initial registered office of the corporation is the City of Pelham, in the County of Shelby, State of Alabama. The address of the registered office in Alabama is: 3220 Armstrong Industrial Court, Pelham, Alabama 35124. The name of its registered agent at said address is: Rodger Hanck.

ARTICLE V

The corporation is organized on a non-stock basis. Said corporation is to be financed by contributions to it of funds and property absolutely or in trust.

ARTICLE VI

The corporation shall have no members.

ARTICLE VII

The initial Board of Directors shall consist of the three (3) incorporators. The incorporators of the corporation shall be the initial Board of Directors. In that there are no members in the corporation, the election of directors shall be by the incorporators and initial Board of Directors. The directors shall serve for one year until the first annual meeting of the directors of the corporation. At that time election of directors shall be by the official Board of Directors requiring a two-thirds (2/3) vote of the directors for the election of any person as a director of the corporation. The number of directors shall be not less than one (1), with a maximum number as may be determined from time to time by the By-laws of the corporation, and any amendment thereto, and in the absence of the By-laws fixing the maximum number of directors, the number shall be nine (9). From year to year, each director shall serve for one (1) year, and by action of the Board of Directors during any given year, the two-thirds (2/3) vote of the then directors shall elect those persons to serve as director and the number of persons to so serve. The number and designation of any committee or committees shall be provided for by the directors.

ARTICLE VIII

The names and addresses of the incorporators are as follows:

NAME

ADDRESS

Rodger Hanck

910 Falling Star Lane, Alabaster, AL 35007

Terry McCombs

1255 Siskin Circle, Alabaster, AL 35007

John Wright

120 Windsor Lane, Pelham, AL 35124

ARTICLE IX

The names and addresses of the initial Board of Directors of the corporation chosen for the first year and until their respective successors are elected and qualified are as follows:

Rodger Hanck	910 Falling Star Lane, Alabaster, AL 35007
Terry McCombs	1255 Siskin Circle, Alabaster, AL 35007
John Wright	120 Windsor Lane, Pelham, AL 35124

ARTICLE X

The names of the officers of the corporation chosen for the first year and until their respective successors are elected and qualified are as follows:

<u>NAME</u>	<u>OFFICE</u>
Rodger Hanck	President
Jan Wright	Vice-President
Nancy Hanck	Secretary/Treasurer

IN WITNESS WHEREOF, the incorporators have hereunto signed these Articles of Incorporation, on this the 27 day of April, 1998.


Rodger Hanck


Terry McCombs



John Wright

STATE OF ALABAMA)

COUNTY OF SHELBY)

I, the undersigned, a Notary Public in and for said County and State, hereby certify **Roger Hanck**, who is named as an incorporator of **NAME Center - Pelham** a non-profit corporation, is signed to the foregoing Articles of Incorporation, and who is known to me, acknowledged before me on this day, that being informed of the contents of the Articles of Incorporation, he, as such incorporator and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal, this the 27 day of April, 1998.


NOTARY PUBLIC

NOTARY PUBLIC STATE OF ALABAMA AT LARGE.
MY COMMISSION EXPIRES: Nov. 11, 2001.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

STATE OF ALABAMA

)

COUNTY OF SHELBY

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I, the undersigned, a Notary Public in and for said County and State, hereby certify, Terry McCombs who is named as an incorporator of NAME Center - Pelham a non-profit corporation, is signed to the foregoing Articles of Incorporation, and who is known to me, acknowledged before me on this day, that being informed of the contents of the Articles of Incorporation, he, as such incorporator and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal, this the 21th day of April, 1998.

Mary B. Ellis

NOTARY PUBLIC

Mary B. Ellis

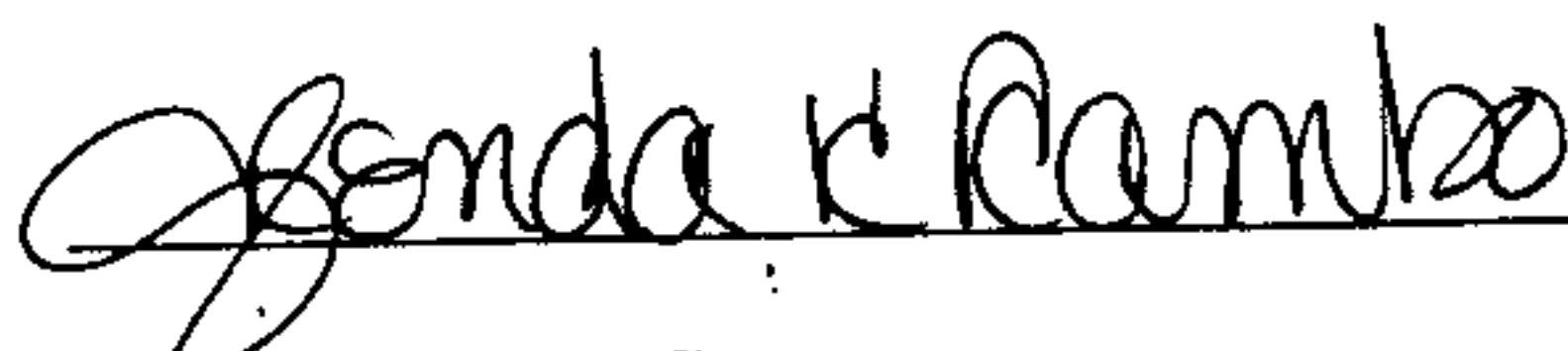
My commission expires on 7/19/99

STATE OF ALABAMA)

COUNTY OF SHELBY)

I, the undersigned, a Notary Public in and for said County and State, hereby certify John Wright who is named as an incorporator of NAME Center - Pelham a non-profit corporation, is signed to the foregoing Articles of Incorporation, and who is known to me, acknowledged before me on this day, that being informed of the contents of the Articles of Incorporation, he, as such incorporator and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal, this the 27 day of April, 1998.



NOTARY PUBLIC

NOTARY PUBLIC STATE OF ALABAMA AT LARGE.
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State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

NAME CENTER-PELHAM

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

GIVEN Under My Hand and Official Seal on this the 7 day of

MAY, 19 98

Patricia George Schmiedler

Judge of Probate

Inst # 1998-16672

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