

STATE OF ALABAMA

SHELBY COUNTY

ARTICLES OF INCORPORATION

of

BETHLEHEM BAPTIST CHURCH, INC.

KNOW ALL MEN BY THESE PRESENTS,

That for the purpose of forming a non-profit corporation under and pursuant to the provisions of Section 10-3A-1, et seq., of the 1975 Code of Alabama, as last amended, and Section 501(c) (3) of the Internal Revenue Code, the undersigned persons desiring to effect a non-profit body corporate, in accordance with applicable law, have agreed upon and adopted these Articles of Incorporation, the same to constitute and become a charter for carrying on the activities hereinafter specified upon the proper filing hereof pursuant to law.

FIRST: The name of this non-profit corporation shall be BETHLEHEM BAPTIST CHURCH, INC.

SECOND: The period of duration of this non-profit corporation shall be perpetual.

THIRD: The purpose or purposes for which this non-corporation is organized are:

(a) To establish a non-profit body corporate of the worshipers and believers known as BETHLEHEM BAPTIST CHURCH, INC., and to engage in the worship, praise and ministry of God, Jesus Christ, and the Holy Spirit, and to promote peace on earth and good will toward all persons, and to establish a community of Christian believers, and to otherwise engage in any and all church, religious and educational activities, that they deem necessary and appropriate.

(b) To purchase, take, receive, lease, take by gift, devise or bequest, and otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property, tangible or intangible, or any interest therein, wherever situated.

(c) To sell, convey, lend, mortgage, pledge, lease, exchange, invest, reinvest, take and hold as security, transfer and otherwise dispose of all or any part of its property and assets.

(d) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district or municipality or of any instrumentality thereof.

(e) To make contracts, guarantees, and indemnity agreements and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage, pledge of, or creation of security interests in, all or any of its property, franchises, or income, or any interest therein, not inconsistent with the provisions of the Constitution of Alabama as the same may be amended from time to time.

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(f) To elect or appoint officers and agents of the corporation, who may be directors or members, and define their duties and fix their compensation, if any.

(g) To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of Alabama, for the administration and regulation of the affairs of the corporation.

(h) To make donations for the public welfare or for religious, charitable, scientific, or educational purposes, or otherwise.

(i) To engage in religious, charitable, scientific and educational training and school activities.

To have and exercise all powers necessary or convenient to effect any or all of the purposes for which the law allows non-profit corporations, and generally to do and perform the acts and enjoy the powers conferred by the general laws of the State of Alabama, and to conduct and carry on any business or activity not prohibited by law, nor required by law to be specifically stated in these Articles.

FOURTH: This corporation shall not have or exercise and power or authority, either expressly, by interpretation, or by operation of law, or shall it directly or indirectly engage in and activity that would prevent this corporation from qualifying (and continuing to qualify) as a non-profit corporation described in Section 501(c)(3) of the Internal Revenue Code.

FIFTH: The corporation shall have one class of members. There shall be no limitation of the number of members except as provided by in the bylaws of the corporation. All other qualifications, rights, and duties of the members of said corporation shall be set out and established in the corporation.

SIXTH: The location and mailing address registered office for the corporation shall be 90 First Avenue, Shelby, Alabama 35143. The name of the initial registered agent at such address shall be Gene Howell.

SEVENTH: The number of Directors constituting the initial Board of Directors shall be three, and the names and addresses of the persons who are to serve as the initial Directors shall consist of the following, who shall serve until their successors are named as provided in the bylaws:

NAME	ADDRESS
Robert McCullough	366 Lakeshore Drive Shelby, Alabama 35143
James W Goodwin	139 L & M Trace Shelby, Alabama 35143
Gene Howell	90 First Avenue Shelby, Alabama 35143

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

NAME	ADDRESS
Robert McCullough	366 Lakeshore Drive Shelby, Alabama 35143
James W. Goodwin	139 L & M Trace Shelby, Alabama 35143
Gene Howell	90 First Avenue Shelby, Alabama 35143

NINTH: The following special provisions shall be applicable to this non-profit corporation:

(a) The corporation reserves the right to alter, amend, modify, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter provided by law, and all rights conferred upon the Directors herein are granted subject to this reservation.

(b) The corporation shall have the power to make bylaws for the regulation and government of this corporation, its agents, servants and officers, and for all other purposes not inconsistent with the constitution and laws of the State of Alabama.

(c) The voting members of the corporation shall have the authority to adopt such rules, bylaws and regulations for the governing of the corporation as they may deem necessary or expedient.

IN WITNESS WHEREOF, the incorporators of this non-profit corporation, have hereunto set their hands and seals, and pray that this instrument shall be filed and recorded as provided by the law to the end that these incorporators, their successors and assigns, shall constitute a non-profit body corporate under the name hereinabove set forth, with all powers to which said corporation may be entitled under the laws of the State of Alabama, on this 27 day of April, 2000.

Robert C. McCullough
Robert McCullough, Trustee

James W. Goodwin
James W. Goodwin, Trustee

Gene Howell
Gene Howell, Trustee

STATE OF ALABAMA
SHELBY COUNTY

I, the undersigned authority, a Notary Public, in and for said County, in said State, hereby certify that Robert McCullough, whose name as Trustee of Bethlehem Baptist Church, Inc., is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day, that, being informed of the contents of the conveyance, he, in his capacity as such Trustee, executed the same voluntarily on the day the same bears date for and as the act of said corporation.

Given under my hand and official seal, this 27 day of April,
2000.

Martha S. Wilder
Notary Public

My commission expires: 10-6-2000

STATE OF ALABAMA
SHELBY COUNTY

I, the undersigned authority, a Notary Public, in and for said County, in said State, hereby certify that James W. Goodwin, whose name as Trustee of Bethlehem Baptist Church, Inc., is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day, that, being informed of the contents of the conveyance, he, in his capacity as such Trustee, executed the same voluntarily on the day the same bears date for and as the act of said corporation.

Given under my hand and official seal, this 27 day of April,
2000.

Martha S. Wilder
Notary Public

My commission expires: 10-6-2000

STATE OF ALABAMA
SHELBY COUNTY

I, the undersigned authority, a Notary Public, in and for said County, in said State, hereby certify that Gene Howell, whose name as Trustee of Bethlehem Baptist Church, Inc., is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day, that, being informed of the contents of the conveyance, he, in his capacity as such Trustee, executed the same voluntarily on the day the same bears date for and as the act of said corporation.

Given under my hand and official seal, this 27 day of April,
2000.

Martha S. Wilder
Notary Public

My commission expires: 10-6-2000

CERTIFICATE OF INCORPORATION

OF

BETHLEHEM BAPTIST CHURCH, INC.

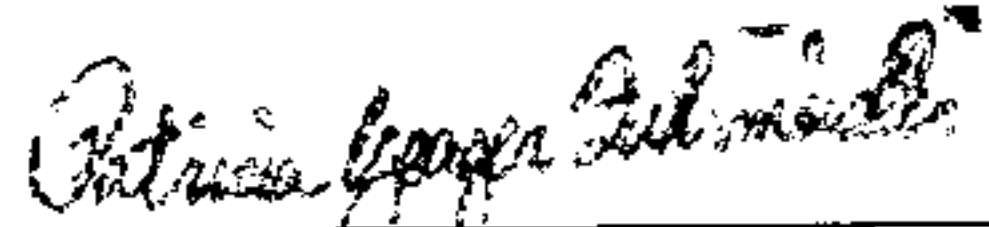
STATE OF ALABAMA

SHELBY COUNTY

I, the undersigned, Patricia Y. Fuhrmeister, Judge of Probate of Shelby County, Alabama, hereby certify that the Certificate of Incorporation of BETHLEHEM BAPTIST CHURCH, INC. has this date been filed for record in the Probate Court of Shelby County, Alabama; and that the Certificate of Incorporation has been examined and approved by me as being in compliance with the provisions of the 1975 Code of Alabama, as last amended, pertaining to non-profit Corporation as contained in Section 10-3A-1, et seq., thereof, and Section 5 01 (c) (3) of the Internal Revenue Code, as the incorporators of said non-profit corporation, their successors and assigns, have hereby created a non-profit body corporate under the name set forth in said certificate, namely,

"BETHLEHEM BAPTIST CHURCH, INC."

IN WITNESS WHEREOF, I, the said Patricia Y. Fuhrmeister, as Judge of Probate of Shelby County, Alabama, and by virtue of the authority vested in me by law, hereby issue this Certificate of Incorporation of Bethlehem Baptist Church, Inc., and hereunto set my name seal of said Probate Court on this the day of 2000.



Patricia Y. Fuhrmeister
Judge of Probate

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

BETHLEHEM BAPTIST CHURCH, INC.

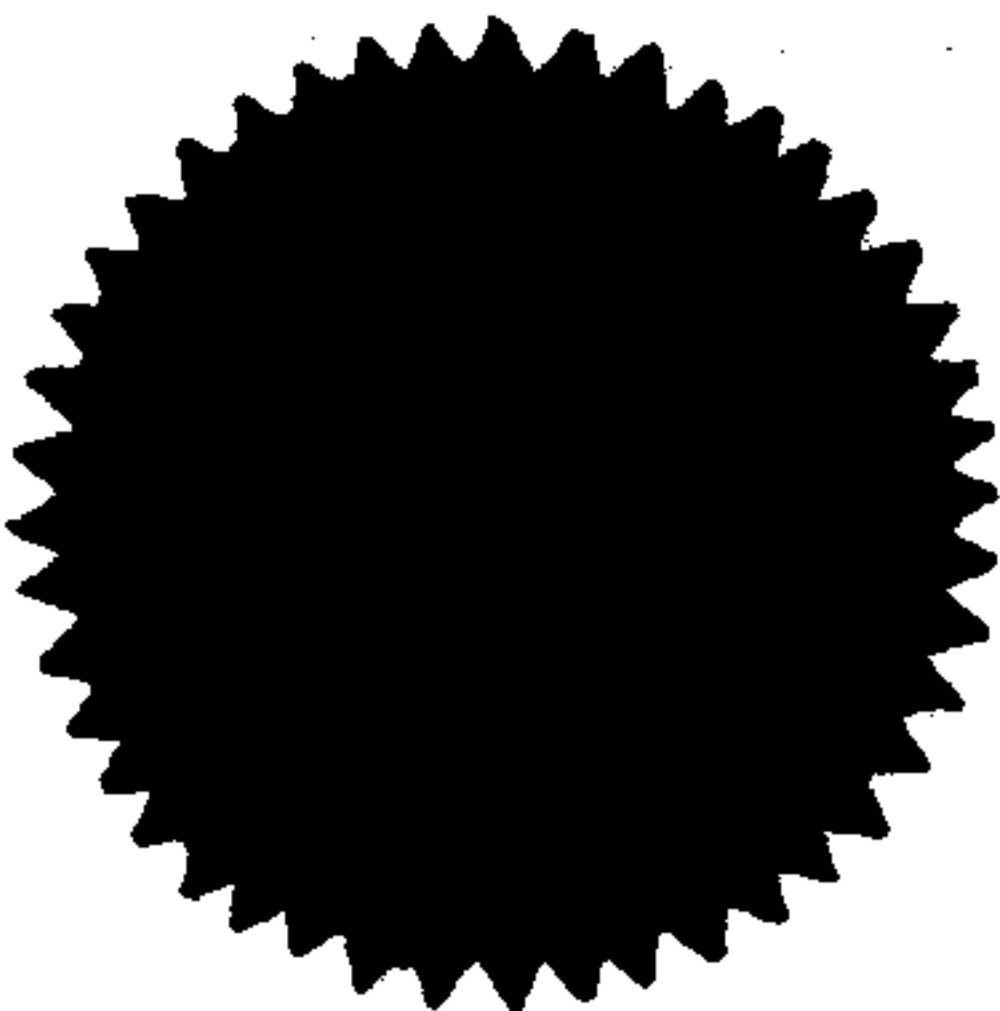
The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of BETHLEHEM BAPTIST CHURCH, INC., duly signed and verified pursuant to the provisions of Section NON PROFIT of the Alabama Business Corporation Act, have been 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 BETHLEHEM BAPTIST CHURCH, INC., and attaches hereto a duplicate original of the Articles of INCORPORATION

GIVEN Under My Hand and Official Seal on this the 27TH day of

APRIL, 2000.

Patricia Geyer Schmeider
Judge of Probate



Inst # 2000-13774
04/27/2000-13774
11:33 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE

007 HHS 50.00