

STATE OF ALABAMA  
COUNTY OF SHELBY

**CERTIFICATE OF INCORPORATION**  
**OF**  
**THE GIFTS OF MY FATHER, INC.**

The undersigned Directors of **THE GIFTS OF MY FATHER, INCORPORATED**, pursuant to the Laws of the State of Alabama as set forth by Section 10-3A-1, et seq. of the 1975 Code of Alabama, as amended, with the intent of qualifying as a Non-Profit Corporation under Section 501 (c)(3) of the Internal Revenue Code or any successor of same, do by these presents adopt this Certificate of Incorporation.

**ARTICLE I**  
**NAME & PERIOD OF DURATION**

The name of the Corporation shall be **THE GIFTS OF MY FATHER, INCORPORATED**, and it shall be located in the City of Birmingham, Shelby County, Alabama. The period of duration for the Corporation is perpetual.

**ARTICLE II**  
**PURPOSES AND POWERS**

(A) This Corporation shall have the authority/purpose to advance the Christian faith and particularly the teachings and practices of Jesus Christ as set forth in the HOLY BIBLE.

(B) This Corporation shall have all the general powers granted to Corporations by Section 10-3A-20 et seq., Code of Alabama 1975.

(C) No part of the income of this Corporation shall inure to the benefit of or be distributed to its Director or any private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for service rendered and distribution in furtherance of the Corporation's purposes as set forth herein.

(D) This Corporation shall have power and authority to guarantee or become surety for the obligations of any other non-profit corporation or corporation not of a business character.

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(E) The nature of the said corporation is religious and as a religious corporation it shall also have the authority to function as a religious, charitable, benevolent, and educational corporation, for all members of the society of humanity, individually, and collectively, worldwide.

### **ARTICLE III**

#### **MEMBERSHIP**

The membership of the corporation shall be all of one class and the membership shall consist of those persons who profess their faith in Jesus Christ as their Savior and Lord, giving satisfactory proof of conversion to the Christian faith, as is set forth in the New Testament, who have petitioned the Board of Directors of the corporation for membership and have been accepted according to the terms of the Constitution and By-Laws of this Corporation. All procedures for admission, dismissal, and transfer shall be as provided by the Constitution and By-Laws of said The Gifts of My Father, Inc.

### **ARTICLE IV**

#### **DIRECTORS**

There shall be five Directors which shall serve a term of three years, but always eligible for re-election. The original Directors shall serve for terms as hereinafter stated under this Article. Thereafter the Directors shall serve for a full term of three years. The Directors shall meet at least annually. The name of the original Directors of the Corporation and the length of the initial term for which he/she shall serve is as follows:

✓ Donna Sandlin, 5125 Shadowbrook Trail, Birmingham, AL 35244

Gail Weiss, 1006 Inverness Lane, Birmingham, AL 35242

Ginger Sova, 7029 Inverness Green Lane, Birmingham, AL 35242

Vera Deslazo, 3001-103 Morgan Court, Birmingham, AL 35216

Mary Yester, 4724 Seminole Circle, Birmingham, AL 35243

The length of time for which such Directors are elected shall be until their successor are duly elected and qualified.

Thereafter the term for which the Directors shall be elected and serve shall be three (3) years, or such portion thereof as may be required to fill the unexpired term for which the predecessor of such Director was elected and until his/her respective successor shall be elected and qualified.

**ARTICLE V**  
**DUTIES AND RESPONSIBILITIES OF DIRECTOR**

The Director of the Corporation shall have the following duties and responsibilities, viz: The buying, selling and mortgaging of all real and personal property for the Corporation; the acquiring and conveying of title to the said property; the holding and defending of title to the said property; and the managing of any permanent special funds or assets entrusted to the Corporation of its Director, whether by gift, devise, bequest, contribution or otherwise, for the furtherance of the purposes of the Corporation, and all such other assets which may belong to the Corporation, which require handling or negotiation by a corporate entity, but not such funds as are otherwise collected for the support and expense of the Corporation, an for the benevolent purposes of the Corporation, which shall be controlled and disbursed by the Corporation officers; and provided that in buying, selling and mortgaging real property, such Director shall act solely under authority of the Corporation granted in a duly constituted meeting of the Corporation required by the Laws of the State of Alabama.

**ARTICLE VI**  
**BY LAWS**

The affairs of this Corporation and the regulation and conduct thereof shall be contained in the By-Laws, which By-Laws may be prescribed, made, altered or repeated from time to time upon a majority vote of those members present and voting when the Corporation is sitting in duly called and held business meeting. The By-Laws may be amended, altered or rescinded by the Corporation sitting in regular business meeting as provided and allowed by the Corporation By-Laws.

**ARTICLE VII**  
**BUSINESS MEETING**

The business meeting may be held on any regularly scheduled meeting of the membership of any specifically scheduled and publicized business meeting of the members of the Corporation. The By-Laws of same shall provide for regularly scheduled meetings, publication for the transactions of business and for the calling of special meetings called for the transaction of special business. The quorum required for the transaction of business shall be as provided in the By-Laws of Corporation.

**ARTICLE VIII**

**TITLE TO REAL ESTATE**

The title of all property shall be vested in the name of said Corporation.

**ARTICLE IX**

**LOCATION OF CORPORATION OFFICE**

The address of the Corporation and the location of it's principal office in the State of Alabama is 5125 Shadowbrook Trail, Birmingham, AL 35244.

**ARTICLE X**

**NAME AND ADDRESS OF INITIAL AGENT**

**& INCORPORATOR OF CORPORATION**

The name of the Initial Agent and Incorporator of the Corporation is Donna Sandlin.

**ARTICLE XI**

**AMENDMENTS**

The Corporation may amend, alter or repeal any provisions of this Certificate of Incorporation as may be desired by a two-thirds (2/3) vote of those present and voting when the Corporation is sitting in duly called and held business meeting as provided by its By-Laws.

**ARTICLE XII**

**TRANSFER OF ASSETS IN THE EVENT OF DISSOLUTION**

If this Corporation should ever be dissolved, all of its assets remaining after payment and satisfaction of all its costs, and indebtedness, including the expenses of such dissolution shall be distributed to non-profit corporations, or other organization, which is qualified for exemption under Section 501(c)(3) of the Internal Revenue Code or any successor to said Section.

The members of said Corporation defined in Article III who are members in good standing at the time of dissolution of said Corporation shall in a duly called business meeting, designate the non-profit corporation(s) or organization(s) to receive assets of the Corporation upon dissolution. No assets of any substantial value of said Corporation shall be distributed to any member or officer or Director of this Corporation.



IN WITNESS WHEREOF, the undersigned Directors of **THE GIFTS OF MY FATHER, INCORPORATED**, each of whom is hereunto duly authorized, have hereunto subscribed their names to this Certificate of Incorporation of **THE GIFTS OF MY FATHER, INCORPORATED**, on this the 23 day of April, 2001.

Donna Sandlin  
DONNA SANDLIN

Gail Weiss  
GAIL WEISS

Ginger Sova  
GINGER SOVA

Vera Deslazo  
VERA DESLAZO

Mary F. Yester  
MARY YESTER

STATE OF ALABAMA  
COUNTY OF Shelby

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that **DONNA SANDLIN** whose name as Director of **THE GIFTS OF MY FATHER, INCORPORATED**, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, she, in her capacity as such Director, executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 23 day of April, 2001.

Stacy Harper  
NOTARY PUBLIC  
My Commission Expires: 2/23/03

STATE OF ALABAMA  
COUNTY OF Shelby

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that **GAIL WEISS** whose name as Director of **THE GIFTS OF MY FATHER, INCORPORATED**, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, she, in her capacity as such Director, executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 23<sup>rd</sup> day of April, 2001.

Paul Harper Wilson  
NOTARY PUBLIC  
My Commission Expires: 2/23/03

STATE OF ALABAMA  
COUNTY OF Shelby

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that **GINGER SOVA** whose name as Director of **THE GIFTS OF MY FATHER, INCORPORATED**, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, she, in her capacity as such Director, executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 23<sup>rd</sup> day of April, 2001.

Paul Harper Wilson  
NOTARY PUBLIC  
My Commission Expires: 2/23/03

STATE OF ALABAMA  
COUNTY OF Shelby

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that **VERA DESLAZO** whose name as Director of **THE GIFTS OF MY FATHER, INCORPORATED**, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, she, in her capacity as such Director, executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 23 day of April, 2001.

Paul Harper Wilson  
NOTARY PUBLIC  
My Commission Expires: 2/23/03

STATE OF ALABAMA  
COUNTY OF Shelby

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that **MARY YESTER** whose name as Director of **THE GIFTS OF MY FATHER, INCORPORATED**, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, she, in her capacity as such Director, executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 23 day of April, 2001.

Paul Harper Wilson  
NOTARY PUBLIC  
My Commission Expires: 2/23/03

# State of Alabama

## SHELBY County

CERTIFICATE OF INCORPORATION

OF

The Gifts Of My Father, Inc.

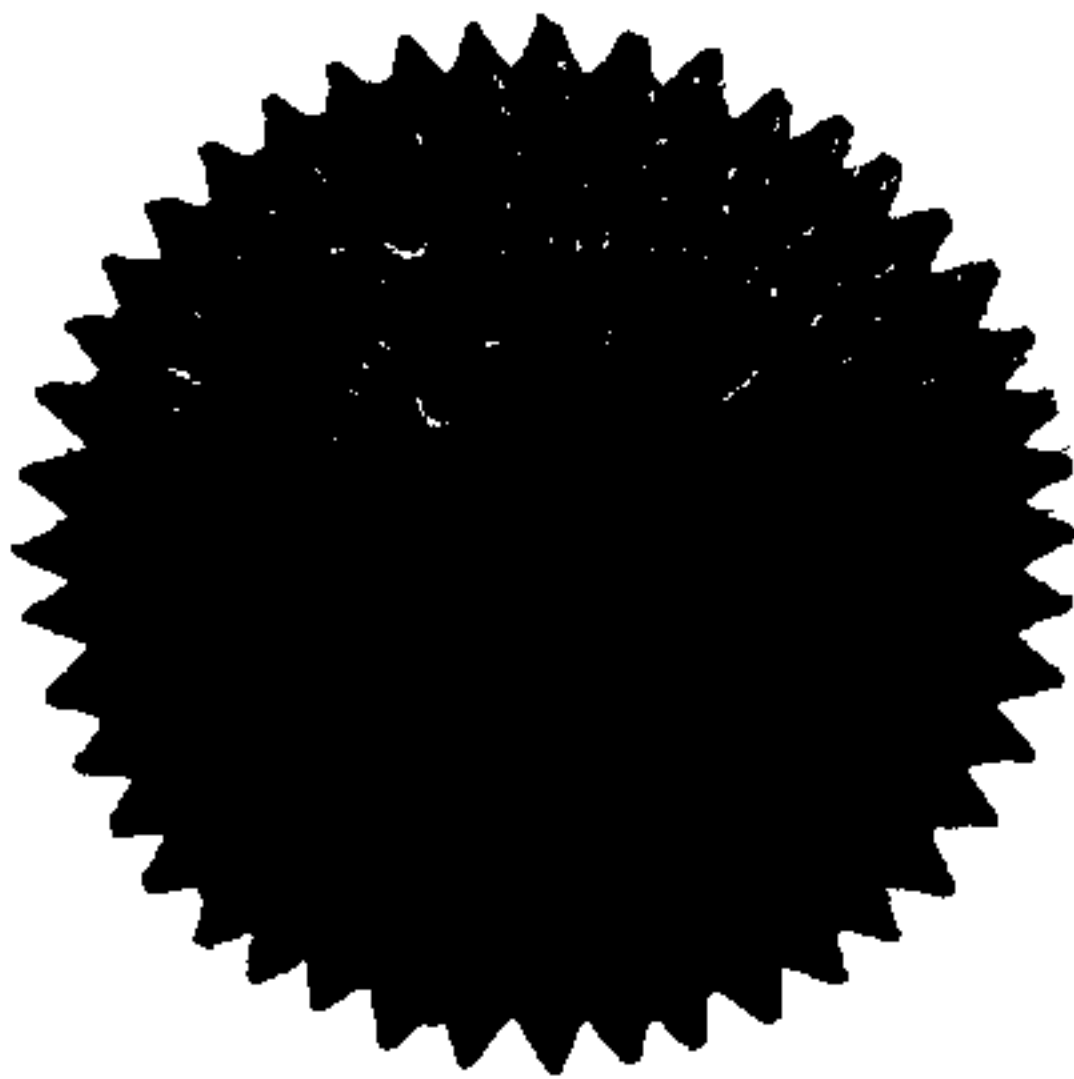
The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of The Gifts Of My Father, Inc., duly signed and verified pursuant to the provisions of Section NON PROFIT of the Alabama Business Corporation Act, have been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

GIVEN Under My Hand and Official Seal on this the 23rd day of April, 2001.

*William J. G. Smith*

Judge of Probate



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