

ARTICLES OF INCORPORATION  
OF

The Church at Shelby Crossings

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 501 (c) of the Internal Revenue Code as follows:

ARTICLE I: NAME

The name of the Corporation shall be The Church at Shelby Crossings.

ARTICLE II: OBJECTS

The objects or purposes of this Corporation are as follows:

- (a) To advance the Christian faith throughout the world,
- (b) To do all things necessary and incident to promote the general social, benevolent and charitable works of the corporation,
- (c) To receive and maintain fund or funds of real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal exclusively for charitable, religious, scientific, literary, or educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under 501 (c) (3) of the Internal Revenue Code of 1986, as amended, and its Regulations as they now exist or as they may hereafter be amended,
- (d) No part of the net earnings of the Corporation shall inure to the benefit of any Director, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the effecting one or more of its purposes), and no Director, officer of the Corporation, or any private individual shall be entitled to share in the distributions of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on or propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office. Under no circumstances shall the Corporation make loans to officers and Directors,

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(e) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization except under Section 501 (c) of the Internal Revenue Code of 1986, as amended, and its Regulations as they now exist or as they may hereafter be amended, or by an organization to which contributions are deductible under Section 170 (c) (2) of such code and Regulation as they now exist or as they may hereafter be amended,

(f) Upon dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed as set forth in Article XI.

### ARTICLE III: POWER

(1) The corporation shall have all the general powers enumerated in the Code of Alabama, 1975, Section 10-3A-1 et seq.

(2) To receive and administer funds for the aforesaid purposes, and for no other purpose, and to that end to take and hold by contract, agreement, bequest, devise, gift, purchase, lease, either absolutely or in trust for such objects and purposes or trust and by membership fees received and contracts entered into for its purposes as herein stated and for no other purpose.

### ARTICLE IV: INCORPORATORS

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

NAME	ADDRESS
Randy Hall	5192 Jameswood Circle Birmingham, Alabama 35244
Lynn Bullock	132 Brynleigh Drive Chelsea, Alabama 35043
Susan Holsombeck	5010 Bridlewood Parc Lane Helena, Alabama 35080
Royce Watkins	2501 Westminister Circle Birmingham, AL 35242

### ARTICLE V: 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 Savior and Lord, and their subsequent desire to be identified with the Church, and upon completion of an orientation session, outlining the purpose, philosophy and ministry of the church.

## ARTICLE VI: BY-LAWS

The Board of Directors may adopt by-laws for the governance of the Corporation.

## ARTICLE VII: REGISTERED OFFICE AND REGISTERED AGENT

The location and address of the corporation initial registered office is 3145 Brook Highland Parkway in the city of Birmingham, Alabama. The name of registered agent, is Randy Hall.

## ARTICLE VIII: 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 IX: DURATION

The existence of this corporation shall be perpetual unless otherwise terminated.

## ARTICLE X: DIRECTORS

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

NAME	ADDRESS
Randy Hall	5192 Jameswood Circle Birmingham, Alabama 35244
Lynn Bullock	132 Brynleigh Drive Chelsea, Alabama 35043
Royce Watkins	2501 Westminister Circle Birmingham, Alabama 35242

## ARTICLE XI: INDEMNIFICATION

All directors and officers of the Corporation shall be entitled to indemnification by the Corporation to the maximum extent permitted by the Alabama Nonprofit Corporation Act and the Alabama Business Corporation Act (or such other comparable statutory provisions governing indemnification by an Alabama nonprofit corporation of its directors and officers as may time to time be applicable). If the Alabama Business Corporation Act or the Alabama Nonprofit Corporation Act are amended after the date of adoption of this Article XI to authorize action further eliminating or limiting the personal liability of directors, the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by such statutes, as so amended. Any repeal or modification of the foregoing paragraph shall not affect adversely any right of protection of a director of the Corporation existing at the time of such repeal or modification.

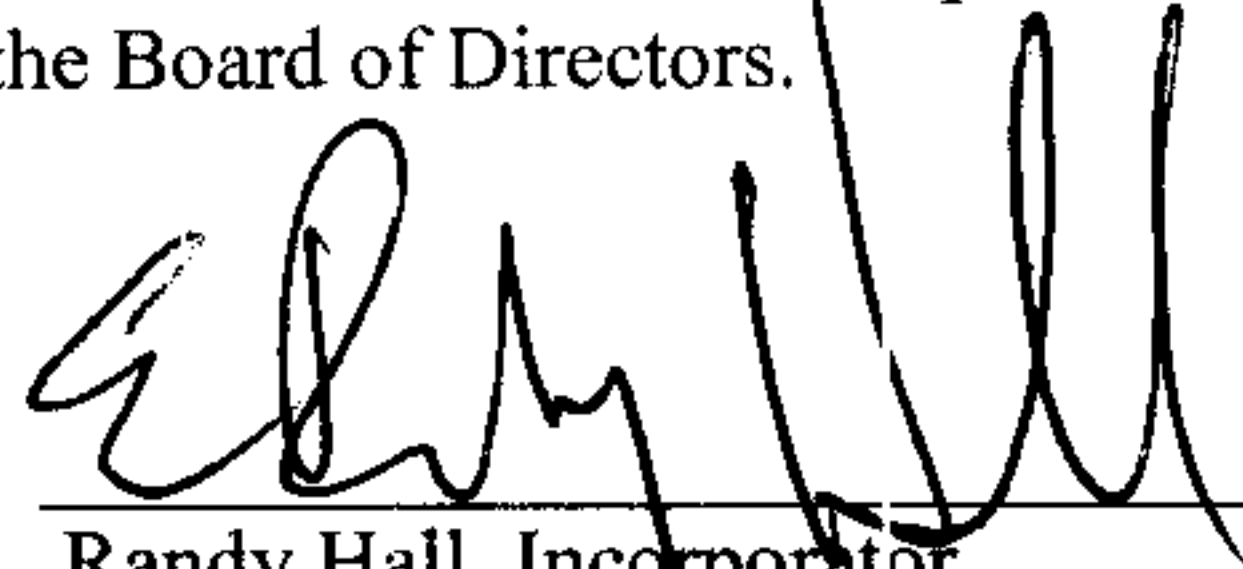
## ARTICLE XII: DISSOLUTION


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 or governmental agency qualified to receive such distributions under Section 501 (c) of the Internal Revenue Code, to be used for the purposes set forth in Article Two hereinabove. No distribution of the assets of this corporation shall ever be made to any member, director or officer of this Corporation.



ARTICLE XIII: RIGHT TO AMEND PROVISIONS IN  
ARTICLES OF INCORPORATION

The corporation reserves the right from time to time to amend, alter, or repeal each and every provision contained in these Articles of Incorporation or to add one or more additional provisions, in the manner now or hereafter prescribed or permitted by the Alabama Nonprofit Corporation Act; provided, however, that the sole power to amend these Articles of Incorporation shall rest in the Board of Directors.

  
\_\_\_\_\_  
Randy Hall, Incorporator

  
\_\_\_\_\_  
Lynn Bullock, Incorporator

  
\_\_\_\_\_  
Royce Watkins, Incorporator

  
\_\_\_\_\_  
Susan Holsombeck, Incorporator

This instrument was prepared by:

John E. King, Jr., Esquire  
2501 12<sup>th</sup> Avenue North  
Birmingham, Alabama 35234

STATE OF ALABAMA

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JEFFERSON COUNTY

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Before me, *Karen Howerston*, a Notary Public in and for the State at Large, personally appeared Randy Hall, Lynn Bullock, Susan Holsombeck, and Royce Watkins, who each being by me first duly sworn, states that they are the persons named as the Incorporators of The Church at Shelby Crossings 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 14<sup>th</sup> day of May, 2001.

*[Signature]*

Notary Public, State at Large

My Commission Expires: 6-7-2001

# State of Alabama

## SHELBY County

### CERTIFICATE OF INCORPORATION

OF

### THE CHURCH AT SHELBY CROSSINGS

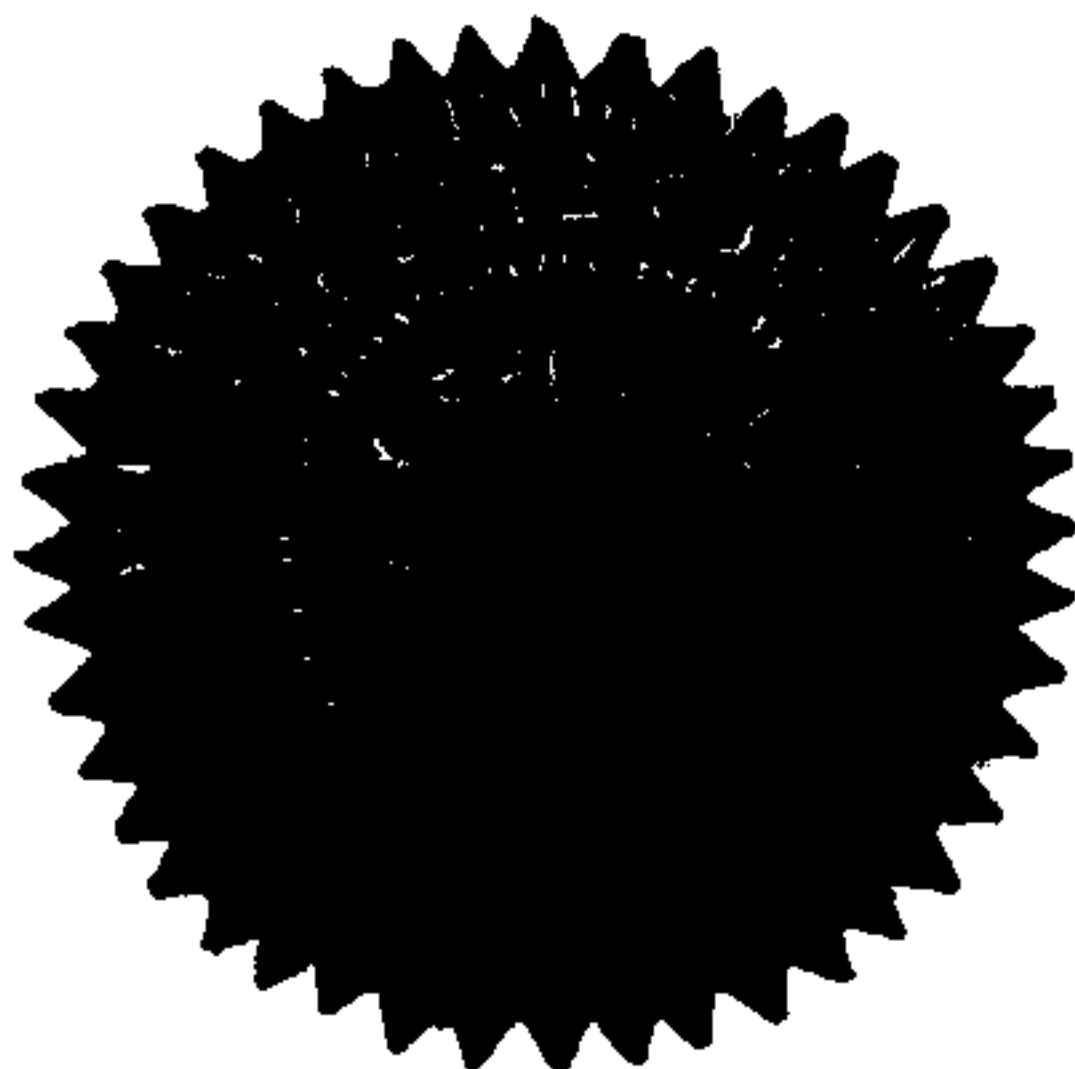
The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of THE CHURCH AT SHELBY CROSSINGS, duly signed and verified pursuant to the provisions of Section NON PROFIT of the Alabama Business Corporation Act, have been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

GIVEN Under My Hand and Official Seal on this the 5TH day of JUNE, 2001.

*Patricia Geyer Schmitt*

Judge of Probate



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