

**STATE OF ALABAMA**

**DOMESTIC NON-PROFIT CORPORATION  
ARTICLES OF INCORPORATION  
FOR  
EMERGE MINISTRIES**

**PURSUANT TO THE PROVISIONS OF THE ALABAMA NON-PROFIT CORPORATION ACT, THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.**

*Article I* The name of the corporation is Emerge Ministries.

*Article II* The duration of the corporation is perpetual, unless otherwise stated.

*Article III* The Corporation has been organized for the following purpose(s):

The Corporation shall be a nonprofit corporation. The purposes for which Emerge Ministries is organized are exclusively charitable, educational and religious within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

*Article IV* 10-3A-26. A corporation may have one or more classes of members or may have no members. If the corporation has one or more members, the designation of such class or classes, the manner of election or appointment and the qualification and rights of the members of each class shall be set forth in the articles of incorporation or the bylaws. If the corporation has no members, that fact shall be set forth in the articles of incorporation.

This corporation shall have no members.

*Article V* The name and street address of the registered agent is:

J. Manny Shoemaker  
1028 Baron Lane  
Chelsea, Alabama 35043

*Article VI* The names and addresses of the Directors:

Alan D. Higdon, 1028 Baren Lane, Chelsea, Alabama 35043

J. Scott Gullledge, 2940 Highway 109, Wilsonville, Alabama 35186

Preston L. Duvall, 2940 Highway 109, Wilsonville, Alabama 35186

J. Manny Shoemaker, 1028 Baren Lane, Chelsea, Alabama 35043

*Article VII* The name and address of the Incorporator is:

Kent E. Seton

8730 Wilshire Blvd. Suite 400  
Beverly Hills, CA 90211

*Article VIII* Notwithstanding any other provision of these articles, the organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

*Article IX* Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.


*Article X* No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf on any candidate for public office. The property of this corporation is irrevocably dedicated to charitable, educational and religious purposes and no part of the net income of assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person

Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

IN WITNESS THEREOF, the undersigned incorporator executed these Articles of Incorporation on this the 9th day of January, 2008.

THIS DOCUMENT PREPARED BY:

KENT E. SETON, INCORPORATOR



SIGNATURE OF INCORPORATOR



# State of Alabama Shelby County

## Certificate of Incorporation Of EMERGE MINISTRIES

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The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of EMERGE MINISTRIES, 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 her by law, hereby issues this Certificate of Incorporation of EMERGE MINISTRIES, and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Official Seal on  
this the 16TH day of JANUARY 2008.

*Patricia Yeager Fuhrmeister*

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Patricia Yeager Fuhrmeister  
Judge of Probate

