

STATE OF Alabama

SHELBY COUNTY

**ARTICLES OF INCORPORATION
OF
THE HARVEST PLACE CHRISTIAN CHURCH, INC.**

The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the State of Alabama, adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is **THE HARVEST PLACE CHRISTIAN CHURCH, INC.** and it shall have perpetual duration.

ARTICLE II

The registered office, principal place of business, and mailing address of this corporation shall be **Address.**

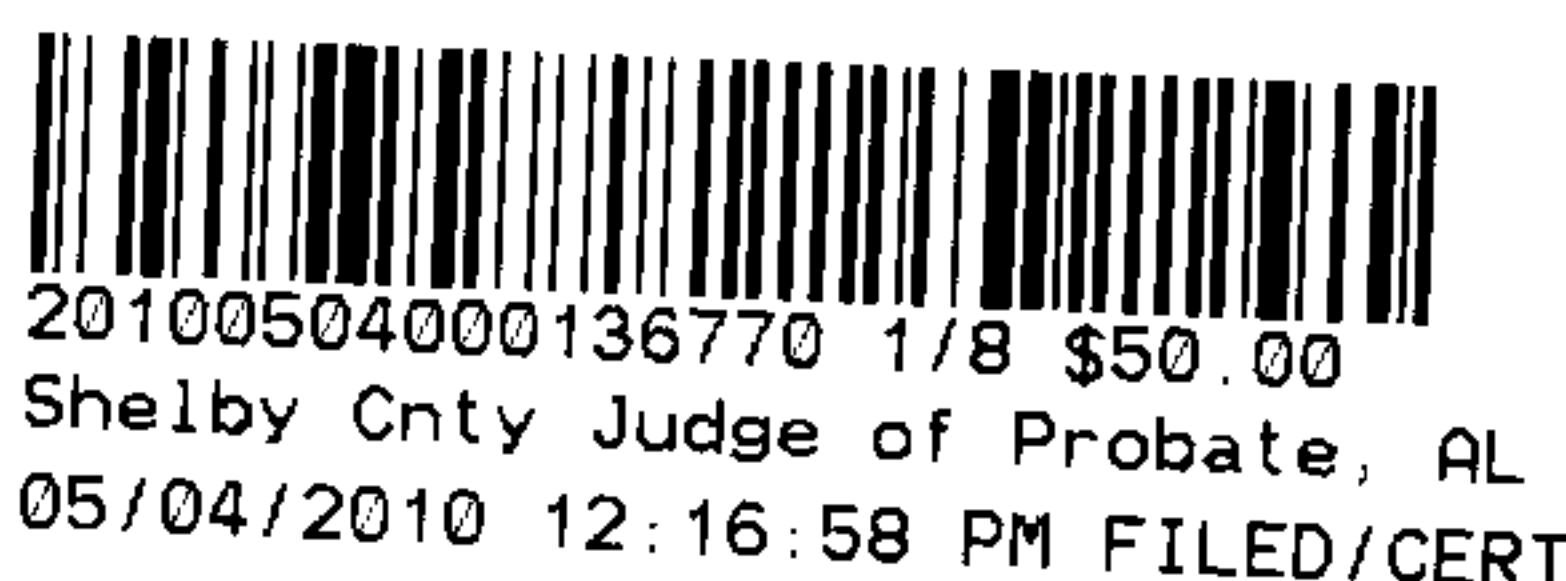
**Principal address: 100 hidden springs
Columbiana, AL 35051**

**Mailing address: 100 Hampton drive, suite D
P.O. Box 151
Calera, AL 35040**

ARTICLE III

The purposes for which the CHURCH, INC. is organized are exclusively religious, charitable, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, and such purposes shall include the following:

- (a) Religious
- (b) To conduct a local Church by the direction of the Lord Jesus Christ and under the leadership of the Holy Spirit in accordance with all of the



Commandments and provisions as set forth in the Holy Bible, the irrevocable Word of God. Pursuant thereto, the following activities and guidelines shall be established:

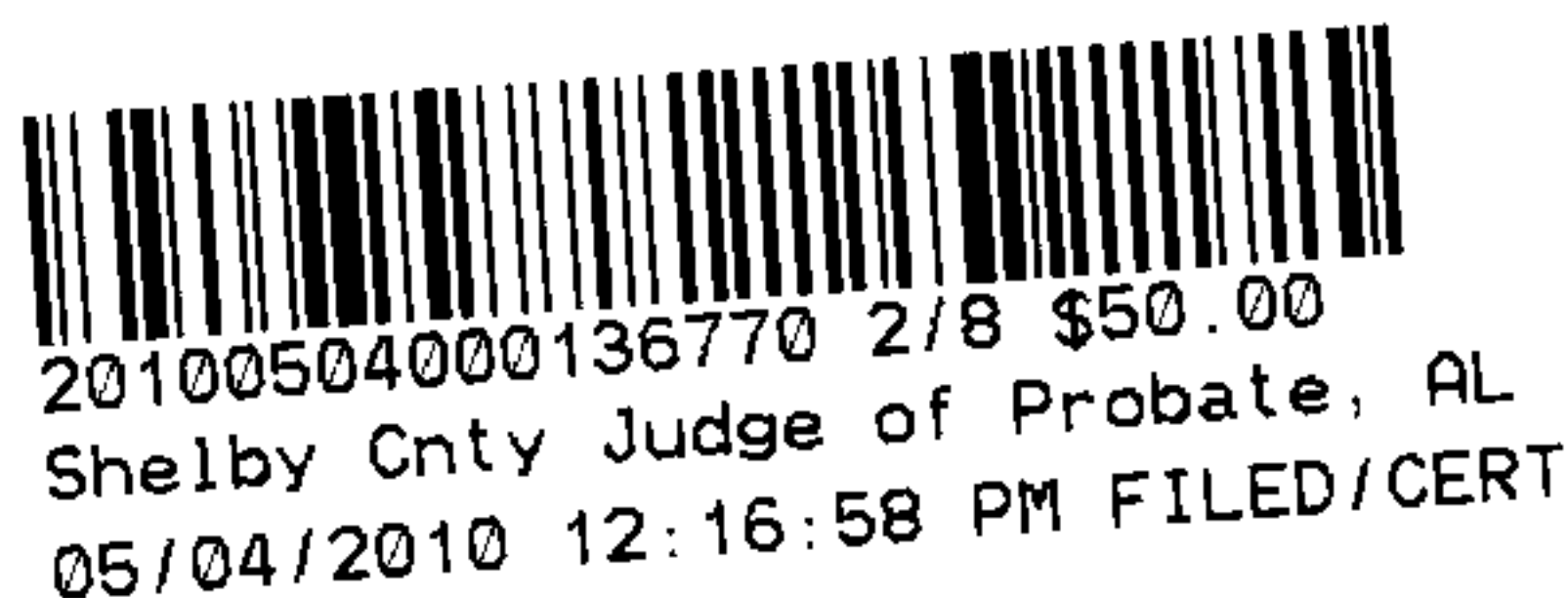
- i. A recognized creed, code of doctrine, discipline, and form of worship shall be established.
- ii. An ecclesiastical form of government shall be established.
- iii. Ordination of ministers upon completion of the prescribed study and examination, designated by the Pastor.
- iv. An organization of ministers shall be established to minister to the congregation of THE HARVEST PLACE CHRISTIAN CHURCH, INC.
- v. Spread the Gospel of the Kingdom of God through revivals, seminars, workshops, radio, television, establishment of Church literature, and other forms of mass media for the purpose of educating the individual in the Word of God.
- vi. Establishment of various religious services pursuant to the recognized creed, form of worship, code of doctrine and discipline of the Church and the establishment of Church Schools for Christians and educational instruction to the young and to the old.
- vii. Minister the Gospel of Christ to the faithful and all others.
- viii. Promote and encourage, through the ministry of the organization, cooperation with other organizations ministering within the community, state, and nation.
- ix. To acquire and hold property, either real or personal for Church purposes, as may be necessary for the membership and the worship of God.
- x. Establishment of a congregation based upon acceptance of a recognized creed and belief and support of the Church.

ARTICLE IV

The provisions of the Bylaws of the Corporation shall govern the manner in which the Board of Directors shall elect or appoint such officers of the Corporation. The Corporation shall be a sovereign body, and the provisions of the Bylaws of the Corporation shall govern regulation of the internal affairs of the Corporation.

ARTICLE V

The names, addresses, and titles of the initial Directors of the corporation are:



<u>Name</u>	<u>Address</u>	<u>Title</u>
Wales Williams, Jr	P.O. Box 793 Columbiana,AL 35051	President/Director
Rita Keebler	P.O. Box 606 Montevallo, AL 35115	Secretary
George Whitlock	121 Sommerset lane NE, Atlanta,GA 30328	Business Director
James Tolbert	P.O. Box 301 Montevallo, AL 35115	Advisor
Rev. Jonathan Shelby	646 MCPHERSON LANE HUEYTOWN, AL 35023	Treasurer

ARTICLE VI

The name and Alabama address of the initial registered agent is:

Wales Williams, Jr
P.O. Box 793
Columbiana, AL 35051

or Wales Williams, Jr
100 Hidden Springs Dr.
Columbiana, AL 35051

ARTICLE VII

The name and Alabama address of the Incorporator is:

Wales Williams, Jr
100 hidden springs drive
Columbiana, AL 35051

ARTICLE VIII

In accordance with and in addition to the powers by laws of the State of Alabama, the Non-profit Corporation shall have the following powers:

- (a) To receive and accept gifts and accept gifts of money and property and to hold the same for any of the purposes of the Corporation and its work
- (b) To raise and assist in raising funds for the purposes herein set forth, including the issuance of bonds or other instruments of credit.
- (c) To acquire, own, lease, mortgage, and dispose of property, both real and personal.
- (d) To conduct and carry on religious services and instruction through the public media, including electronic/internet broadcasting, AM and FM radio, telecasting, microwave distribution, closed circuit transmission, and cable television.

- (e) To acquire, own and operate such broadcasting and/or telecasting facilities.
- (f) To issue annuities and to enter into gift-annuity contracts.
- (g) To accept property and donations in trust for religious or charitable purposes
- (h) To acquire, hold, own, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock, bonds, obligations, or other securities of other corporations, domestic or foreign, as investments or otherwise, in carrying out any of the purposes of the Corporation and, while the owner thereof, to exercise all rights, powers, and privileges of ownership, including the power to vote thereon.

ARTICLE IX

The Harvest Place Christian CHURCH, INC. is not organized for pecuniary gain or profit, nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of, or be distributable to any members, directors, trustees, or other private persons, except that The Harvest Place Christian CHURCH, INC. 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 these Articles.

No substantial part of the activities of The Harvest Place Christian CHURCH, INC. shall consist of carrying on of propaganda or otherwise attempting to influence legislation [except as otherwise provided by Section 501 (h) of the Internal Revenue Code], and The Harvest Place Christian CHURCH, INC. shall not participate in or intervene in (including publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provisions of these Articles, The Harvest Place Christian CHURCH, INC. shall not carry on any other activities not permitted to be carried on by:

- (a) A corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or
- (b) By a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code.

ARTICLE X

Upon the dissolution of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)

(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the County where the principal office of the Corporation is then located, exclusively for such purposes or to such organizations as said Court shall determine which are organized and operated exclusively for such purposes.

ARTICLE XI

This Corporation shall have no members.

ARTICLE XII

The business and property of the Corporation shall be conducted and managed by a Board of Directors who shall number not less than three (3) or more than eight (8) directors. The Board of Directors shall have power and authority to increase or decrease the number of serving directors within the limits above provided.

The Bylaws of the Corporation shall specify the number directors necessary to constitute a lawful quorum. The Board of Directors may by proper resolution or resolutions passed by a lawful quorum of the whole board, designate one or more agents or officers which, to the extent provided in said resolution or resolutions, or in the Bylaws, shall have and may exercise those powers so designated in the resolution or resolutions, or in the Bylaws, on the management of the activities and affairs of the corporation, and may have power to authorize the Seal of the corporation to be fixed to all papers, documents or writings which may require it, and such agents and officers shall have such name or names as may be stated in the Bylaws or may be determined from time to time by resolution adopted by the Board of Directors.

Additional provisions specifying the responsibilities of the corporate officers and agents shall be contained in the Bylaws of this corporation pursuant to, and in accordance with, the laws of this state.

ARTICLE XIII

The private property of the directors, officers, employees and agents of the Corporation shall be forever exempt from any and all debts of every kind and nature incurred by the Corporation, and as authorized by the laws of this State.

ARTICLE XIV

The Corporation shall indemnify every director, officer, employee and agent, or his or her heirs, executors and administrators against expenses reasonably incurred

by him or her in connection with any action, suit or proceedings to which he or she may be a party by reason of his or her being, or have been, a director, officer, employee or agent of the corporation, except in relation to those matters which he or she shall be adjudicated to be liable for negligence or misconduct. In the event of a settlement, indemnification shall be provided only in connection with such matter covered by the settlement as to which the indemnification shall not be exclusive of other rights to which he or she may be entitled. As used in this Article, expenses shall include amounts of judgments, penalties or fines rendered or levied against such director, officer, employee or agent, and the amounts paid in settlement by him or her shall have been first approved by the directors of this Corporation.

ARTICLE XV

No director of this Corporation shall be personally liable to the Corporation for monetary damages for breach of fiduciary duty as a director; provided, however, that this Article shall not be construed as eliminating or limiting the liability of a director for one or more of the following acts, namely:

- a) A breach of duty of loyalty to the corporation,
- b) Any acts or omissions which are not in good faith or which involve intentional misconduct or a knowing violation of the law,
- c) The authorizing of an unlawful payment or distribution out of the corporate assets,
- d) Any transaction made in the furtherance of the exempt purposes of the Corporation which the director derived an improper personal benefit, or
- e) Any act or acts that can be defined under the laws of this State as 'Director Conflicts Of Interest'.

ARTICLE XVI

The Annual Meeting of the Board of Directors is to be held at a place either within or without this State as fixed by the Bylaws.

ARTICLE XVII

The fiscal year of the Corporation shall end on any Month, Date of each year as selected and approved by the Senior Pastor.


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Shelby Cnty Judge of Probate, AL
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IN WITNESS WHEREOF, we the undersigned directors/incorporators of the The Harvest Place Christian CHURCH, INC., has executed these Articles of Incorporation and have hereunto set our hands on this the 3rd day of May, 2010.

Wales Williams, Jr.
Pastor/President
Name

Jonathan Shelby
Treasurer
Name

Wales Williams, Jr.
Incorporator
Name

Rita Keck
Secretary
Name

Incorporator
Name

Subscribed and sworn to by Wales Williams, Jr., before me on this the third day of May 2010.

Bernie S. Williams
Notary Public

My commission expires:

08-06-2010


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State of Alabama Shelby County

Certificate of Corporation

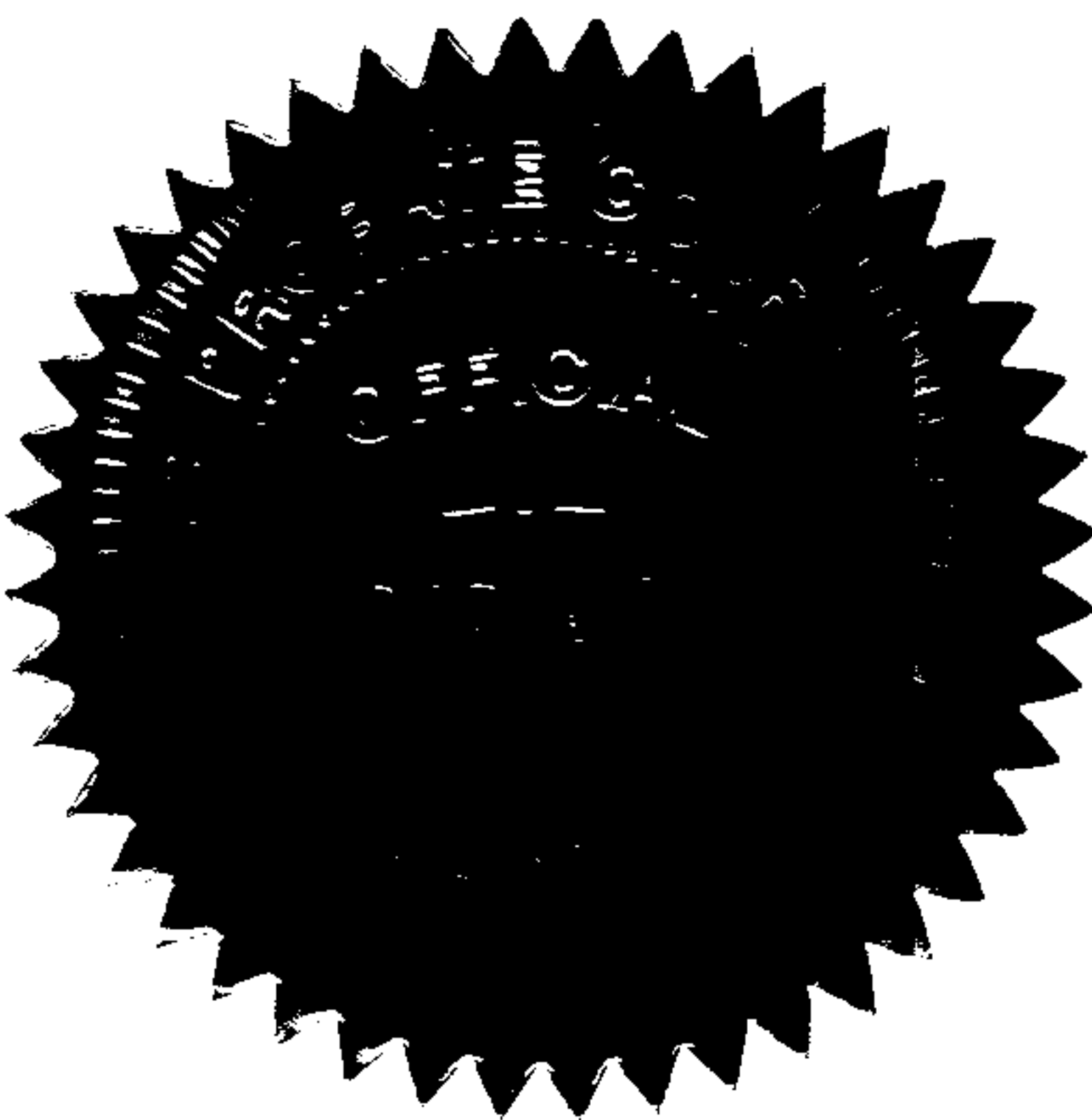
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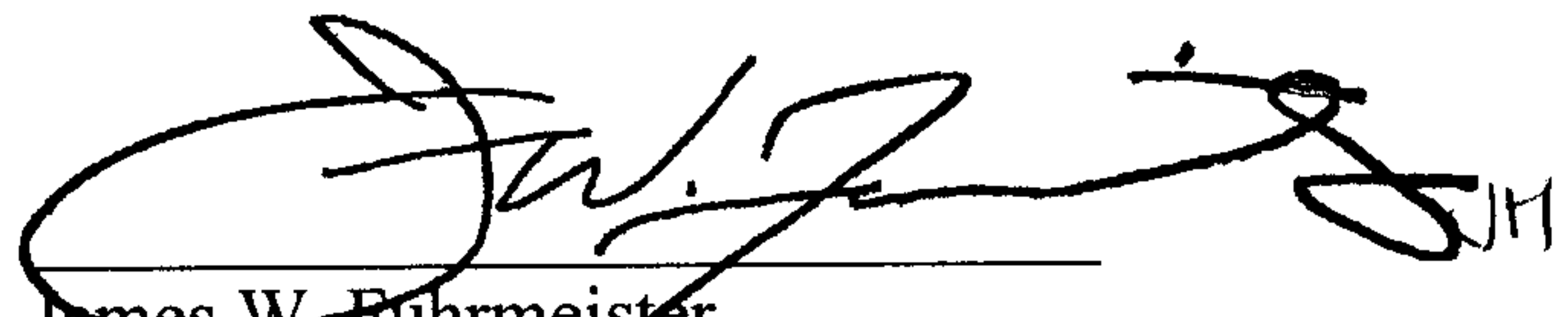
THE HARVEST PLACE CHRISTIAN CHURCH INC

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of THE HARVEST PLACE CHRISTIAN 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 THE HARVEST PLACE CHRISTIAN CHURCH INC and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Official Seal on
this the 4th day of May, 2010




James W. Fuhrmeister
Judge of Probate


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Shelby Cnty Judge of Probate, AL
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