


This instrument prepared by:

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Shelby Cnty Judge of Probate, AL
07/07/2010 11:24:21 AM FILED/CERT

ARTICLES OF INCORPORATION
OF
FIELD OF ANGELS

TO THE HONORABLE JUDGE OF PROBATE
OF SHELBY COUNTY, ALABAMA:

I, the undersigned Incorporator, for the purpose of forming a nonprofit corporation pursuant to the provisions of the Alabama Nonprofit Corporation Act (the "Act"), do hereby set forth and file the following information:

1. NAME. The name of the Corporation is:

FIELD OF ANGELS

2. DURATION. The period of duration of the Corporation is perpetual.

3. PURPOSES. The exclusive purposes for which the Corporation is organized are:

(a) To develop, organize, hold, promote and support amateur youth sports and sporting events and activities, and to promote sportsmanlike competition, for individuals with mental or physical conditions that prohibit safe participation in other leagues in the State of Alabama.

(b) To provide education and instruction for players, coaches, referees and other participants in youth sports and sporting activities, to assist others in establishing, equipping, maintaining, repairing, operating and scheduling facilities for youth athletic competition, and to otherwise encourage, organize, promote and support participation in youth sports and sporting activities, for individuals with mental or physical conditions that prohibit safe participation in other leagues in the State of Alabama.

(c) To administer property donated, contributed, transferred or otherwise coming into the hands of the Corporation, whether in cash or in kind, for such purposes.

(d) The Corporation shall be empowered to do and perform such acts as may be necessary or appropriate in carrying out the foregoing purposes, and in connection therewith, to exercise any of the powers granted to nonprofit corporations by the Act consistent with the corporation's status as an organization (i) exempt from federal income tax under Sections 501(a) and (c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") and (ii) to which contributions are deductible under Sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Code.

4. MEMBERS. The Corporation shall have no members.

5. RESTRICTIONS.

(a) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors or officers, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

(b) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax as an organization described in Section 501(c)(3) of the Code or (ii) by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Code.

(c) This Corporation is intended to be an organization which is described in Section 501(c)(3) of the Code and which is exempt from federal income tax under Section 501(a) of the Code. All terms and provisions of these Articles of Incorporation and all operations of the Corporation shall be construed, applied and carried out in accordance with such intent.

6. INITIAL REGISTERED OFFICE AND AGENT. The location and mailing address of the initial registered office of the Corporation is:

4991 Highway 42
Calera, Alabama 35040

and the name of its initial registered agent at such address is:

Chris Bunn

7. DIRECTORS. Except as may be otherwise provided by law, all corporate powers of the Corporation shall be exercised by or under authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Board of Directors. The number of directors constituting the initial Board of Directors is five (5). The names and addresses of the persons who are to serve as the initial directors of the Corporation are:

Chris Bunn
4991 Highway 42
Calera, Alabama 35040

Valinda Pate
2580 County Road 107
Randolph, Alabama 36792

Denise Eddleman
11 Wildwood Way
Calera, Alabama 35040

Alice Fox
2842 Highway 30
Columbiana, Alabama 35051

Paul Birk
116 Rushton Lane
Calera, Alabama 35040

8. INCORPORATOR. The name and address of the incorporator are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Alice Fox	2842 Highway 30 Columbiana, Alabama 35051

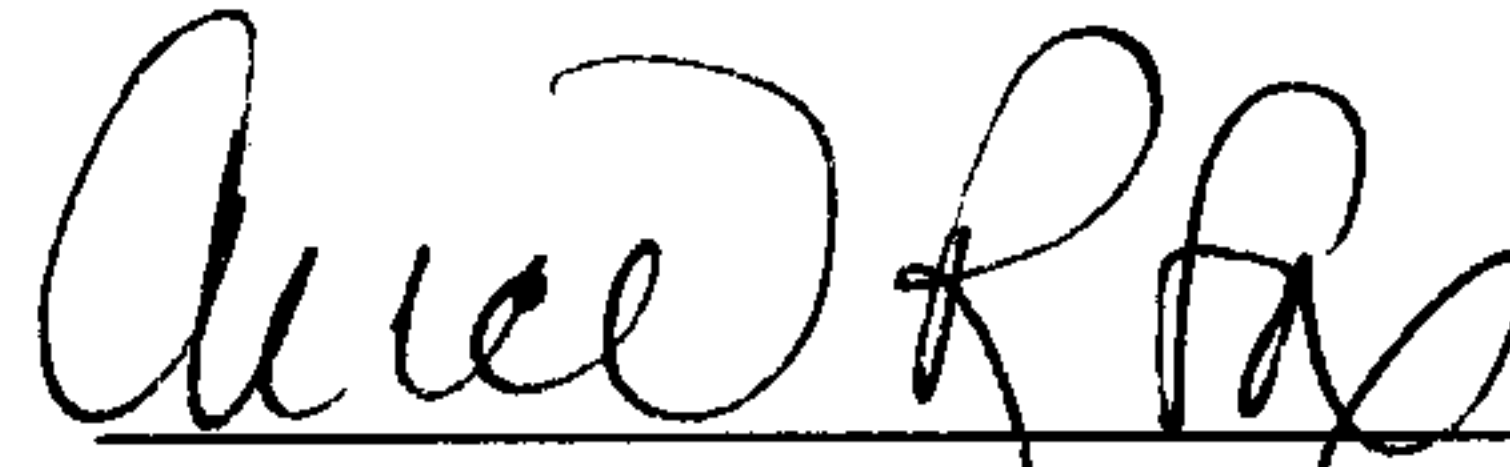
9. INDEMNIFICATION. The corporation shall indemnify its directors, officers, employees and agents to the full extent permitted by the Act, as it may be amended or superseded from time to time.

10. DISSOLUTION. In the event of a dissolution of the Corporation, the Board of Directors shall, after paying or making adequate provision for the payment of all lawful debts and liabilities of the Corporation, distribute the remaining assets of the Corporation to one or more of the following categories of recipients as the Board of Directors of the Corporation shall determine:

(a) To a nonprofit organization succeeding the Corporation which qualifies (i) as a governmental unit under Section 170(c) of the Code or (ii) as an organization exempt from federal income tax under Section 501(a) of the Code and described in Section 501(c)(3) of the Code; and/or

(b) To a nonprofit organization selected by the Board of Directors of the Corporation which qualifies (i) as a governmental unit under Section 170(c) of the Code or (ii) as an organization exempt from federal income tax under Section 501(a) of the Code and described in Section 501(c)(3) of the Code.

IN WITNESS WHEREOF, the undersigned Incorporator has signed these Articles of Incorporation this 7 day of July, 2010.



Alice Fox, Incorporator

State of Alabama
Shelby County

Certificate of Corporation

Of

FIELD OF ANGELS

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of

FIELD OF ANGELS

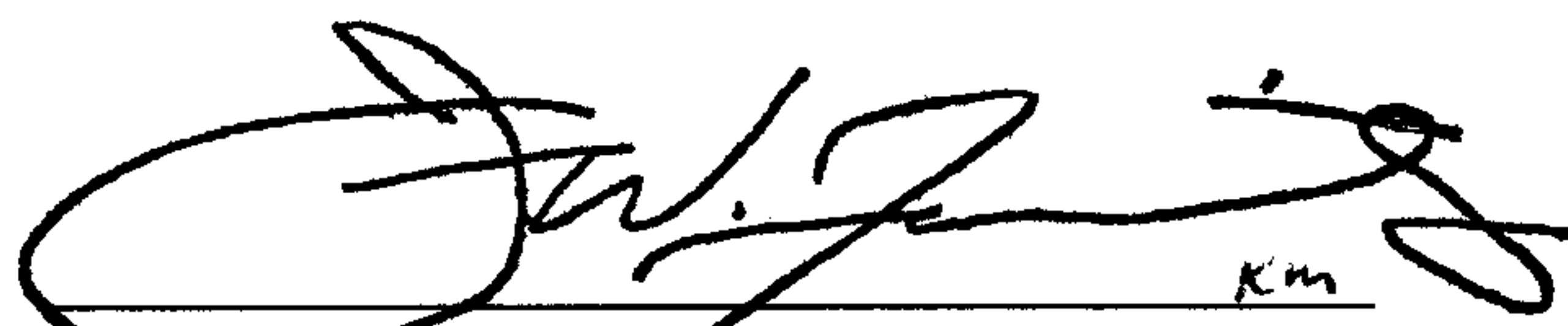
duly signed and verified pursuant to the provisions of Section Non Profit of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

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

FIELD OF ANGELS

and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Official
Seal on this the 7th day of
July, 2010



James W. Fuhrmeister
Judge of Probate

