

ARTICLES OF INCORPORATION

OF

Anza Imani Rescue Foundation, Inc.

The undersigned, acting as incorporator of a nonstock, nonprofit corporation under the Alabama Non-Profit Corporation Act, as amended (the "Act") for the purpose of forming such a corporation, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE 1 NAME

The name of the nonstock, non-profit corporation is Anza Imani Rescue Foundation, Inc. (the "Corporation").

ARTICLE 2 PURPOSE

The Corporation is organized and shall be operated exclusively for the following charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"):

- a. To be dedicated to humanitarian and educational activities, and counseling, in the United States and abroad, including raising financial support for such activities.
- b. To undertake the charitable procurement, installation, and maintenance of water purification systems in developing countries for provision of clean, potable water, and all activities related or incidental thereto.
- c. To build, own, organize, promote, support, staff, foster, and/or assist, financially and otherwise, counseling and educational retreat centers, in rural areas of the United States of America.
- d. To build, own, organize, promote, support, staff, foster, and/or assist, financially and otherwise, counseling and educational centers, orphanages, and/or child welfare agencies abroad and/or in the United States of America.
- e. To develop and disseminate educational curriculum and educational and counseling services in connection with the foregoing purposes.

Solely for the above purposes, the Corporation is empowered to exercise all rights and powers conferred by the Act, so long as they are consistent with the requirements of Section 501(c)(3) of the Code, including, but without limitation thereon, to participate, either directly or through a subordinate organization which is controlled by or affiliated with the Corporation, as a member, partner, associate

or shareholder in a business organization in a manner that will permit the Corporation to act exclusively in furtherance of its charitable purposes within the meaning of Section 501(c)(3) of the Code.

It is intended that this Corporation shall have the status of a corporation which is exempt from federal income taxation under Section 501(c)(3) of the Code as an organization described in Section 501(c)(3) of the Code, contributions to which are deductible under Section 170(c)(2) of the Code. These Articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly.

ARTICLE 3 REGULATION OF THE AFFAIRS OF THE CORPORATION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any of its directors, officers or any other private individual, entity or organization except that the Corporation shall be authorized to pay reasonable compensation for services rendered, to make reimbursement for reasonable and appropriate expenses and to make payments and distributions in furtherance of its purposes as set forth in these Articles of Incorporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, if, at any time, the Corporation shall be determined to be a private foundation or private operating foundation as defined in Section 509 or Section 4942 of the Code, then:

(a) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code or corresponding provision of any later federal tax laws;

(b) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code or corresponding provision of any later federal tax laws;

(c) The corporation shall not purchase nor retain any excess business holding as defined in Section 4943(c) of the Code or corresponding provision of any later federal tax laws;

(d) The corporation shall not make any investment in such manner as to subject it to tax under Section 4944 of the Code or corresponding provision of any later federal tax laws; and

(e) The corporation shall not make any taxable expenditure as defined in Section 4945(d) of the Code or corresponding provision of any later federal tax laws.



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**ARTICLE 8
INITIAL REGISTERED OFFICE**

The mailing address of the Corporation's principal office is 217 Wagon Trail; Alabaster, AL 35007.

**ARTICLE 9
BOARD OF DIRECTORS**

9.1 Initial Directors. The number of directors constituting the initial Board of Directors of the Corporation seven (7) and the names and mailing addresses of the persons who are to serve as initial directors until their successors are elected and qualified in accordance with the provisions of the bylaws of the Corporation are:

Name:	Address:
Patricia E. Kornegay	217 Wagon Trail Alabaster, AL 35007
William Everett, Jr	300 Hidden Creek Trail Pelham, AL 35124
Esther Jeffers	2 Woodcrest Drive Conestoga, Pa. 17516
Paula V. Kornegay	217 Wagon Trail Alabaster, AL 35007
George B. Kornegay	217 Wagon Trail Alabaster, AL 35007
John Miller	340 Cherokee Street Montevallo, AL 35115
Dr. Michael Shaw	113 Cedar Cove Lane Pelham, AL 35124

9.2 Removal of Directors. At a meeting of the Board of Directors, at which a quorum is present, called expressly for that purpose, any director may be removed, with or without cause, by a majority vote of the Board of Directors.



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ARTICLE 4 MEMBERSHIP

The Corporation shall have no members, nor shall it have or issue shares of capital stock.

ARTICLE 5 BYLAWS

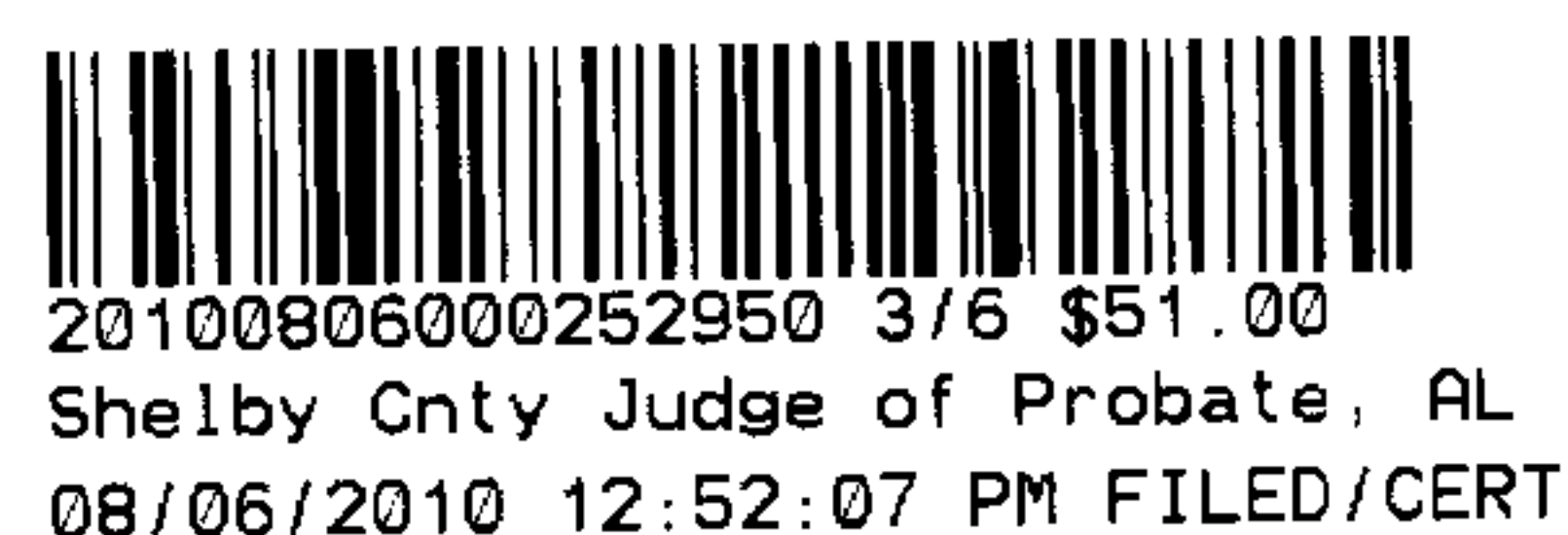
Bylaws of the Corporation, as duly adopted or from time to time altered, amended, or repealed by the Board of Directors, shall set forth provisions for the regulation of the internal affairs of the Corporation, including, but not limited to: (1) the composition of and the manner for election and removal of the members of the Board of Directors consistent with the provisions of these Articles; (2) the composition and powers of committees of the Corporation or its directors; (3) the designations, qualifications and duties of officers of the Corporation, and the manner of their selection; and (4) such other matters as may be determined by the Board of Directors.

ARTICLE 6 DISSOLUTION

The Board of Directors may authorize the dissolution of the Corporation by a majority of the directors. Upon the Corporation's dissolution, the Board of Directors shall direct the distribution of the Corporation's assets, after adequate provision for creditors shall have been made, to an organization or organizations, qualifying as charitable organizations pursuant to Section 501(c)(3) of the Code to be used for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code or to the federal, state, and/or local government for a public purpose. In selecting such organizations to which to distribute the Corporation's assets, the Board of Directors shall give first priority to any successor organization of the Corporation; and second, to any other organizations or governmental entity with the same or substantially similar purpose to the Corporation. 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 under Section 501(c)(3) of the Code.

ARTICLE 7 AMENDMENTS

Amendments to the Articles of Incorporation may be made by the Board of Directors upon the majority vote of the directors.



ARTICLE 10
DIRECTORS' LIABILITY

No director of the Corporation shall be personally liable to the Corporation for monetary damages for any breach of his or her duties as a director, provided that this provision shall not eliminate or limit the liability of a director: (i) for any transaction in which the director's personal financial interest is in conflict with the financial interest of the Corporation; (ii) for acts or omissions not in good faith or which involve intentional misconduct or are known to the director to be a violation of law; or (iii) for any transaction from which the director derived an improper personal benefit.

If the Act is amended after the date of the filing of these Articles of Incorporation to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Act, as so amended, and without the necessity for further action by the Corporation in respect thereof.

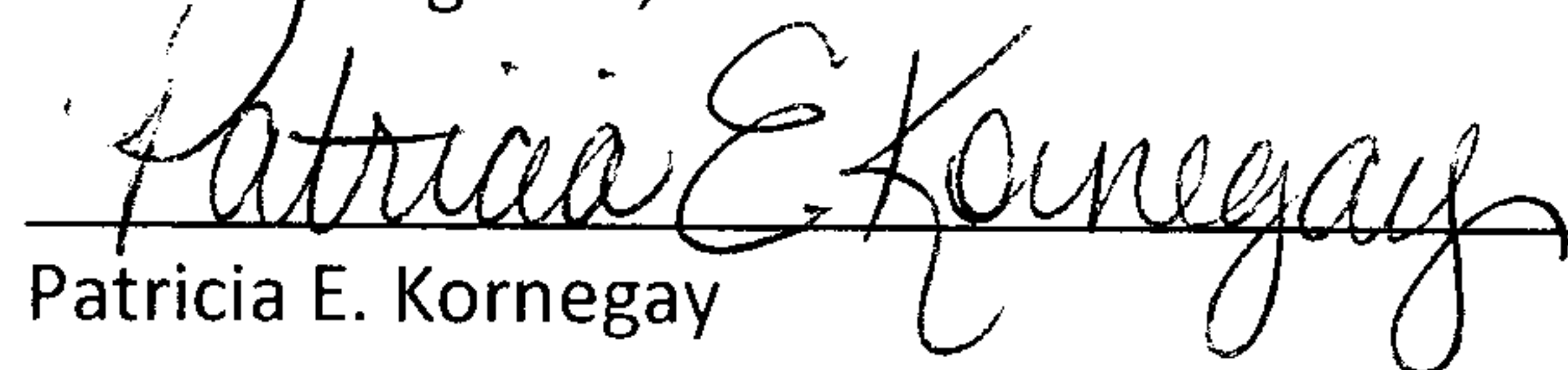
ARTICLE 11
INDEMNIFICATION


The Corporation shall, to the fullest extent permitted by Alabama law, indemnify any director or officer or former directors and officers against expenses actually and reasonably incurred by them in connection with the defense of any action, suit or proceeding, in which they or any of them are made parties, or a party, by reason of having been directors or officers of the Corporation, except in relation to matters as to which such director or officer or former director or officer shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty and to such matters as shall be settled by agreement predicated on the existence of such liability for negligence or misconduct.

ARTICLE 12
INCORPORATOR

The name and mailing address of the sole incorporator is Patricia Elizabeth Kornegay; 217 Wagon Trail; Alabaster, AL 35007.

DATED: August 5, 2010


Patricia E. Kornegay


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State of Alabama Shelby County

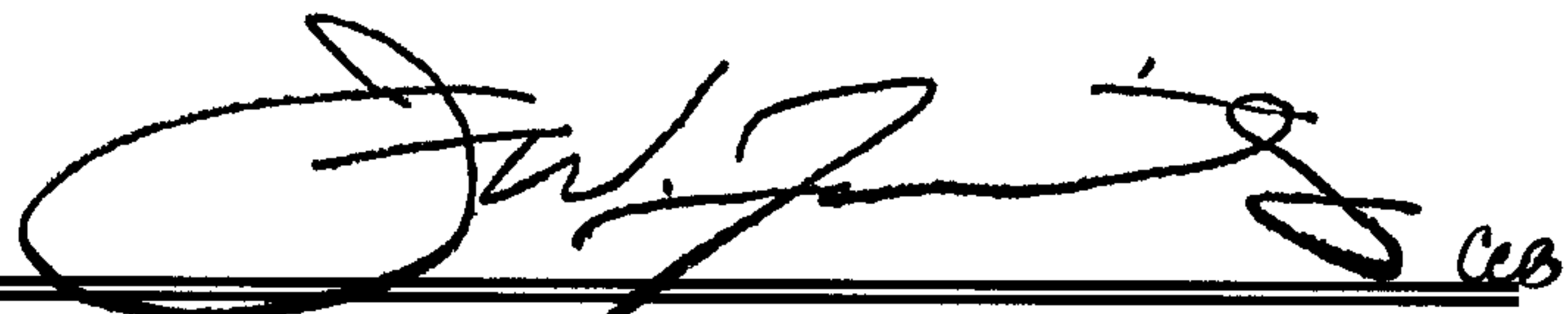
Certificate of Incorporation

Of ANZA IMANI RESCUE FOUNDATION, INC.

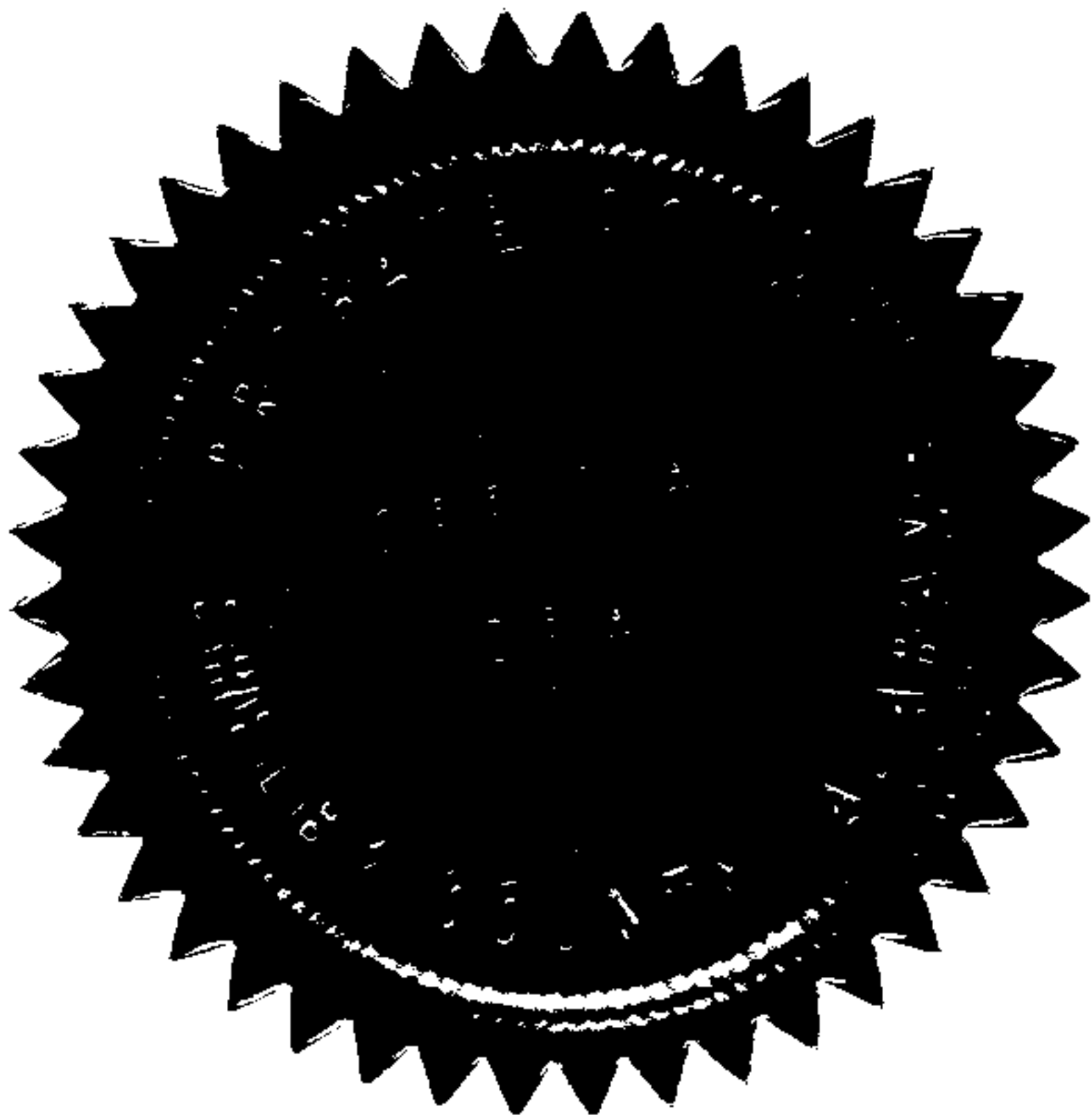
The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of ANZA IMANI RESCUE FOUNDATION, INC., provisions of Section Non Profit of the Alabama Business Corporation Act, have been received in this office and are found 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 ANZA IMANI RESCUE FOUNDATION, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Official Seal on
this the 6TH day of AUGUST, 2010



James W. Fuhrmeister
Judge of Probate



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