

STATE OF ALABAMA
DOMESTIC NON-PROFIT CORPORATION
ARTICLES OF INCORPORATION GUIDELINES

INSTRUCTIONS:

STEP 1: THIS FORM IS A GUIDELINE FOR COMPLETING YOUR ARTICLES OF INCORPORATION. TO INCORPORATE, FILE THE ORIGINAL AND TWO COPIES OF THE ARTICLES OF INCORPORATION IN THE COUNTY WHERE THE CORPORATION'S REGISTERED OFFICE IS LOCATED. THE SECRETARY OF STATE'S FILING FEE IS \$20. PLEASE CONTACT JUDGE OF PROBATE TO VERIFY FILING FEES.
STEP 2: NON-PROFIT CORPORATIONS **MUST** HAVE AT LEAST THREE DIRECTORS.

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: Freunde Deutscher Sprache und Kultur, Inc.
- Article II* The duration of the corporation is perpetual, unless otherwise stated.
- Article III* The corporation has been organized for the following purpose(s):
Please see attached.
- 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.
The Corporation shall have members, Please see attached.
- Article V* The **street address** (NO PO BOX) of the registered office 1314 Shawnee Circle
Alabaster, AL 35007 and the name of
registered agent at that office Gerhard Graf.
- Article VI* The names and addresses of the Directors:
Rita Powell, 2318 2nd Avenue North, Birmingham, AL 35203
Gerhard Graf, 2318 2nd Avenue North, Birmingham, AL 35203
Lisa Nelson, 2318 2nd Avenue North, Birmingham, AL 35203
- Article VII* The name(s) and address(es) of the Incorporator(s):
Eileen Gallo, Legalzoom.com, Inc., 7083 Hollywood Blvd., Ste 180, Los Angeles, CA 90028

Any provision that is not inconsistent with the law for the regulation of the internal affairs of the corporation, including any provision for distribution of assets on dissolution or final liquidation, may be added.

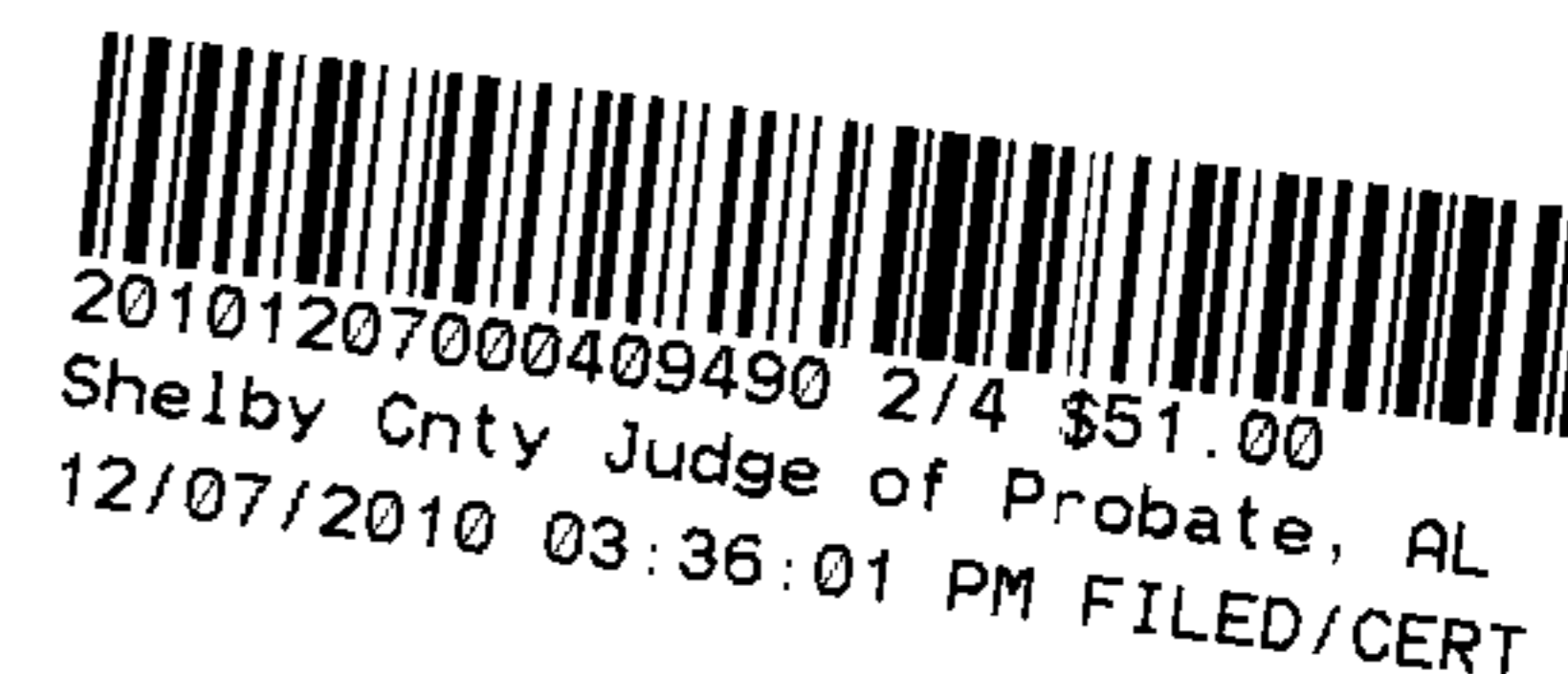
IN WITNESS THEREOF, the undersigned incorporator executed these Articles of Incorporation on this the 6 day of December, 2010.

Eileen Gallo, Legalzoom.com, Inc.

Type or Print Name of Incorporator

Signature of Incorporator

THIS DOCUMENT PREPARED BY:
Eileen Gallo, Legalzoom.com, Inc.
101 N. Brand Blvd., 10th Floor
Glendale, CA 91203
NP-I Rev. 4/2000



Attachment to
Articles of Incorporation of
Freunde Deutscher Sprache und Kultur, Inc.

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under the section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The business activity for said organization is as follows: To foster German Language and Culture

No part of the net earnings of this organization shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of this organization shall be the carrying on propaganda, or otherwise attempting to influence legislation, and this organization shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of this corporation, assets remaining 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 disposed of shall be disposed by the Court of Common Pleas of the county in which the principal office of the organization 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.

Attachment to Articles of Incorporation

For

Freunde Deutscher Sprache und Kultur, Inc.

The corporation may have one or more classes of members. The designation of such class or classes, the manner of election, or appointment and the qualification, and the rights of the members of each class shall be set forth in the bylaws of the corporation.

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Shelby Cnty Judge of Probate, AL
12/07/2010 03:36:01 PM FILED/CERT

State of Alabama Shelby County

Certificate of Corporation

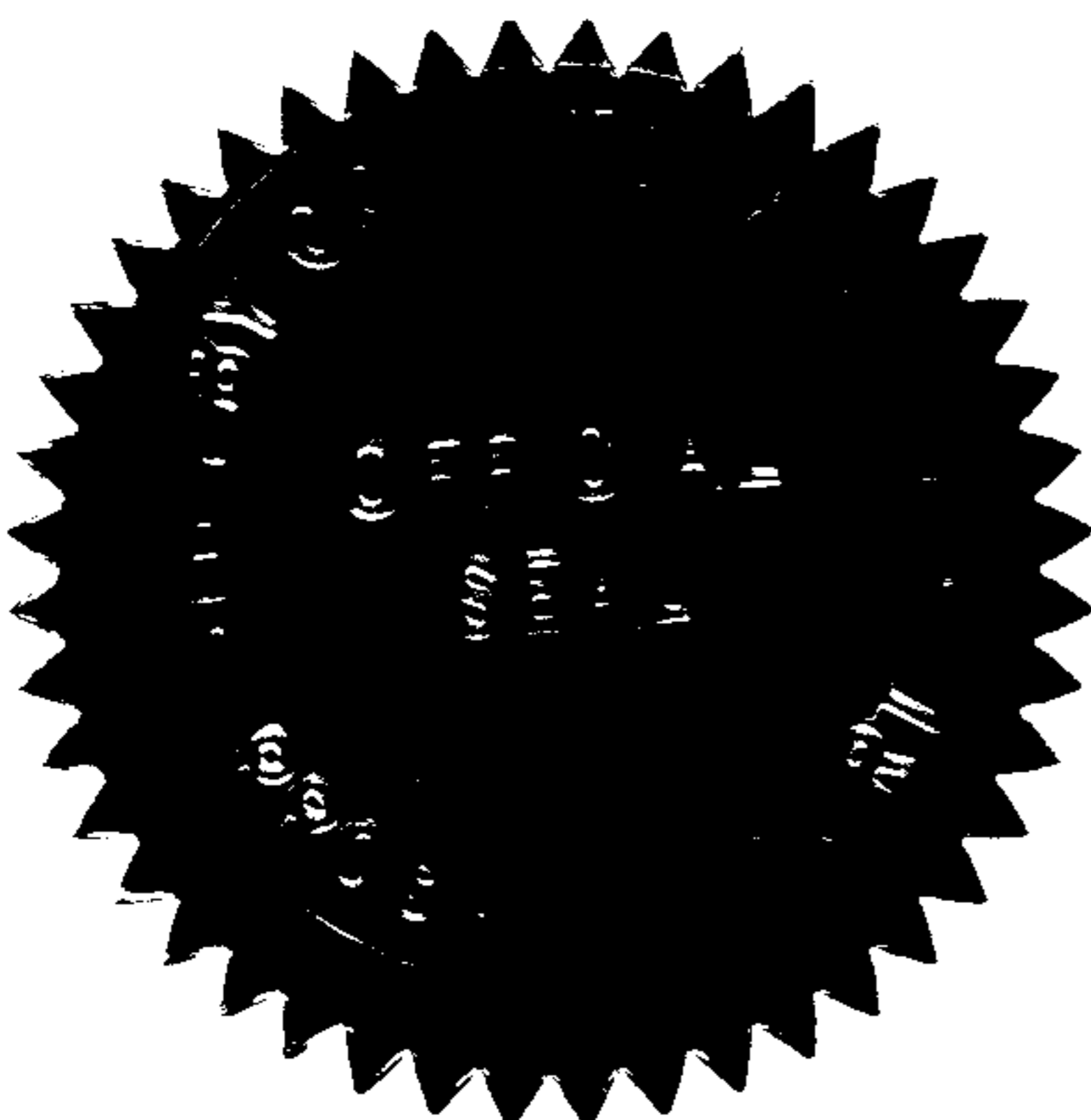
Of

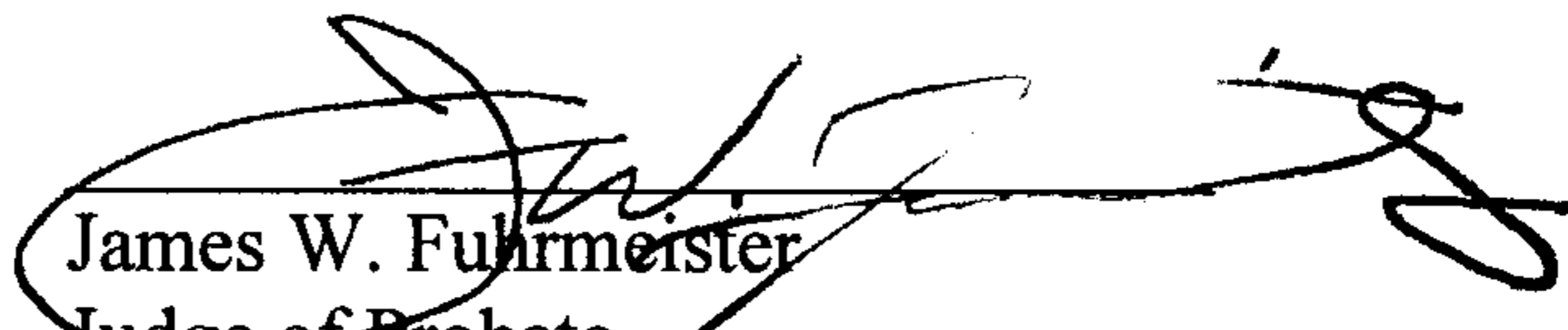
FREUNDE DEUTSCHER SPRACHE UND KULTUR, INC.

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of **FREUNDE DEUTSCHER SPRACHE UND KULTUR, 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 **FREUNDE DEUTSCHER SPRACHE UND KULTUR, INC.**, and attaches hereto a duplicate original of the Articles of Incorporation.

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




James W. Fuhrmeister
Judge of Probate