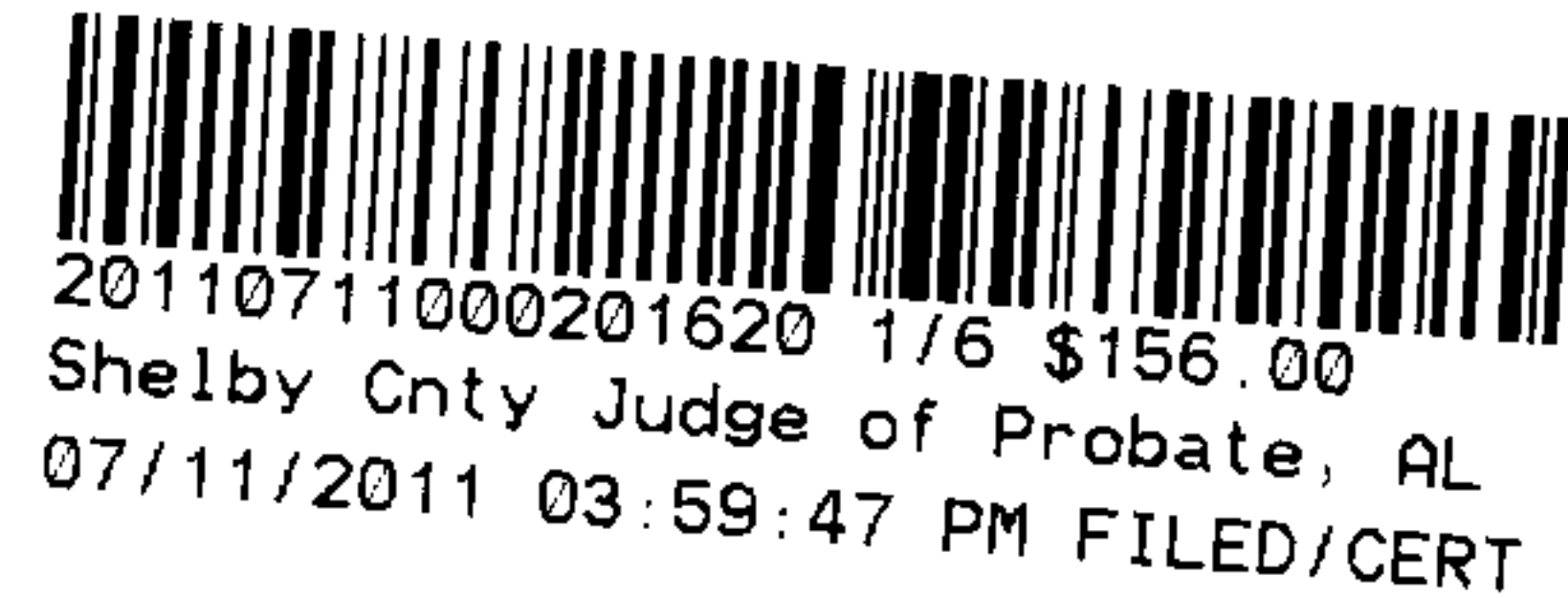


STATE OF ALABAMA

DOMESTIC BUSINESS CORPORATION
CERTIFICATE OF FORMATION

PURPOSE: In order to form a Business Corporation (formerly known as For-Profit Corporation) under Section 10A-1-3.05 and 10A-2-2.02 of the Code of Alabama 1975 this Certificate Of Formation and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the corporation's initial registered office is located. **The information required in this form is required by Title 10A.**

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fees to the Office of the Judge of Probate in the county where the corporation's registered office is/will be located. Contact the Judge of Probate's Office to determine the county filing fees. **Make a separate check or money order payable to the Secretary of State for the state filing fee of \$100.00** and the Judge of Probate's Office will transmit the fee along with a certified copy of the Certificate to the Office of the Secretary of State within 10 days after the Certificate is issued. Once the Secretary of State's Office has indexed the filing the information will appear at www.sos.alabama.gov under the Government Records tab and the Business Entity Records link – you may search by entity name. Your notification of filing was provided by the Probate Judge's Office via a stamped copy and the Secretary of State's Office does not send out a copy. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment (see attached). Your corporation will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.



(For County Probate Office Use Only)

This form must be typed or laser printed.

1. The name of the corporation (must contain the word "corporation" or "incorporated," or the abbreviation of one of those words, and comply with Code of Alabama Title 10A-1-5.04):

The Central Park Boys Association, Inc

2. A copy of the Name Reservation certificate from the Office of the Secretary of State must be attached.

(For SOS Office Use Only)

This form was prepared by: (type name and full address)

Thomas D. De Shazo
5436 Crossings Lake Circle
Hoover, AL 35242-4536

DOMESTIC BUSINESS CORPORATION CERTIFICATE OF FORMATION

3. Street (**No PO Boxes**) address of principal office of the corporation:_____

717 Riverchase Parkway West Birmingham, AL 35244

Mailing address of principal office (if different from street address):_____

4. The name of the Registered Agent: Roy M. Leeth, Jr.

Street (**No PO Boxes**) address of Registered Agent:_____

717 Riverchase Parkway West, Birmingham, AL 35244

Mailing address of Registered Agent (if different from street address):_____

5. Purpose for which corporation is formed: Non-Profit School Alumni Association

_____ ; the purpose includes the transaction of any lawful business for which corporations may be incorporated in Alabama under Title 10A, Chapter 2 of the Code of Alabama.

6. Number of Shares the corporation is authorized to issue: None Par Value _____
(Par value is optional information and does not have to be completed.)

7. Period of duration shall be perpetual unless stated otherwise by an attached exhibit.

8. The name(s) of the Incorporator(s): Roy M. Leeth, Jr.

Street (**No PO Boxes**) address of Incorporator(s): 717 Riverchase Parkway West, Birmingham, AL 35244

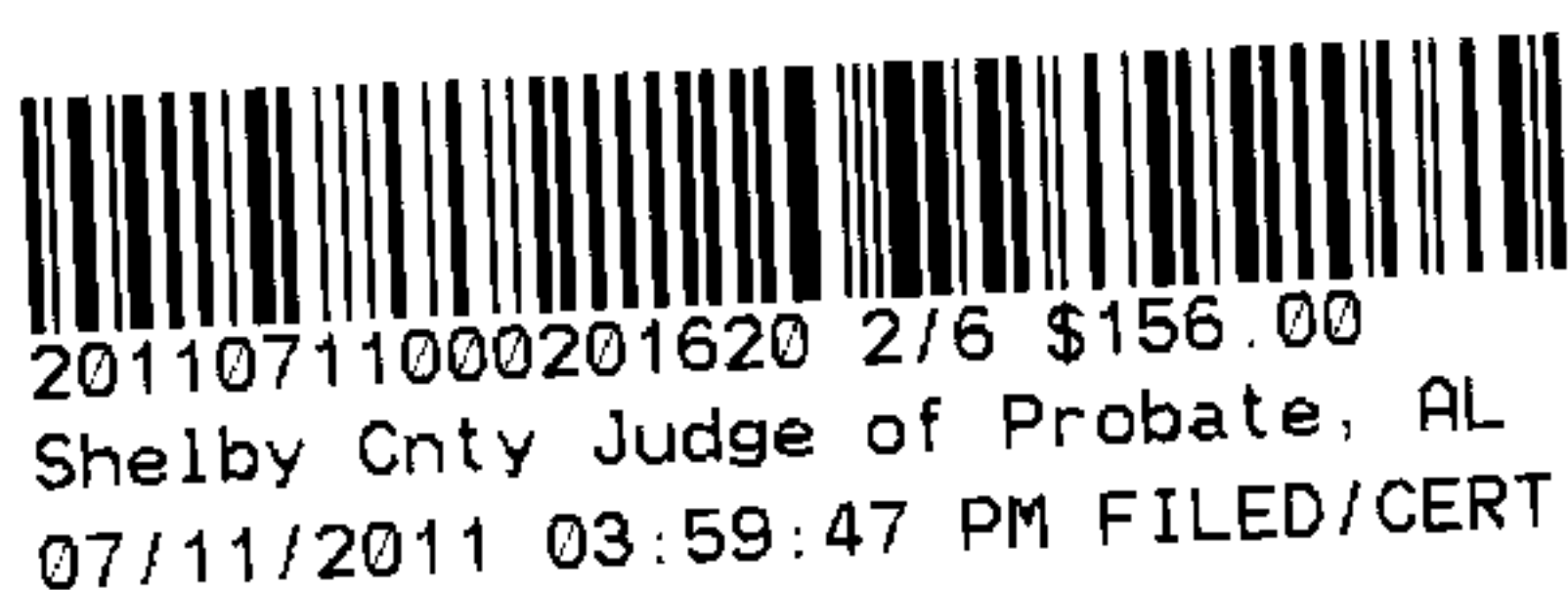
_____ Mailing address of Incorporator(s) – (if different from street address):_____

Attach a listing if more Incorporators need to be added.

9. Director's Name: DIRECTORS ARE LISTED ON ATTACHED ARTICLES OF INCORPORATION

Street (**No PO Boxes**) address of Director:_____

_____ Mailing address of Director(s) - (if different from street address):_____



DOMESTIC BUSINESS CORPORATION CERTIFICATE OF FORMATION

Director's Name: _____

Street (**No PO Boxes**) address of Director: _____

_____ Mailing address of Director(s) - (if different
from street address): _____

Director's Name: _____

Street (**No PO Boxes**) address of Director: _____

_____ Mailing address of Director(s) - (if different
from street address): _____

Attach listing if more Directors need to be added.

10. A director has no liability to the corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director, except liability for (A) the amount of financial benefit received by a director to which he or she is not entitled; (B) an intentional infliction of harm on the corporation or the shareholders; (C) a violation of Section 10A-2-8.33; (D) an intentional violation of criminal law; or (E) a breach of the director's duty of loyalty to the corporation or its shareholders.

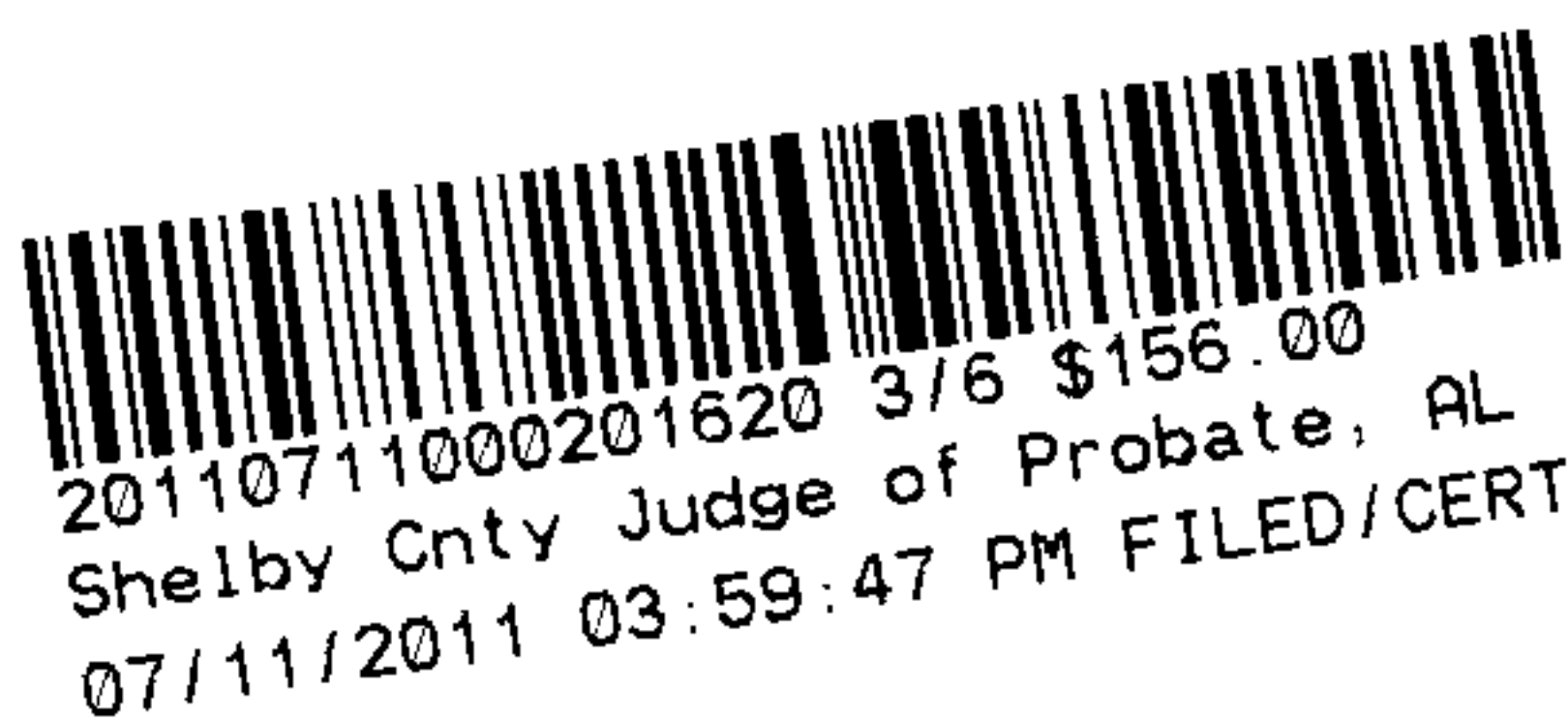
☒ Attached are any other provisions that are not inconsistent with law relating to organization, ownership, governance, business, or affairs of the corporation.

07 / 07 / 2011
Date (MM/DD/YYYY)

Roy M Leeth Jr 7/7/11
Signature as required by 10A-2-1.20

Roy M. Leeth, Jr
Typed Name of Above Signature

President, Board of Directors
Typed Title/Capacity to Sign under 10A-2-1.20



ARTICLES OF INCORPORATION
OF
THE CENTRAL PARK BOYS ASSOCIATION, INC.

The undersigned, acting as incorporator of a non profit corporation under the Alabama Nonprofit Corporation Act, Code of Alabama 1975, adopts the following articles of Incorporation for such corporation:

- FIRST: The name of the organization shall be The Central Park Boys Association, Inc. hereinafter referred to as "Association".
- SECOND: The period of the duration of the Association is perpetual.
- THIRD: The general nature, objectives and purposes for which the Association is organized is to establish an entity:
1. To promote communication, fellowship, and social opportunities for the benefit and enjoyment of the members of the Association.
 2. To honor the memory of the Teachers of Central Park Elementary School and to promote the preservation of the heritage of the Central Park Community, Birmingham, Alabama.
- FOURTH: All funds acquired by the Association and the proceeds therefrom shall be held in trust for the benefit of the members in accordance with the provisions of these Articles and the Bylaws of the Association.
- FIFTH: The names and addresses of the members of the Board of Directors are as follows:

William Cooch	6220 Russet Landing Circle Birmingham, AL 35244
Thomas D. De Shazo	5436 Crossings Lake Circle Hoover, AL 35242
Myron G. De Shazo, Jr.	3039 Crossings Drive Hoover, AL 35242
Roy M. Leeth, Jr.	717 Riverchase Parkway West Birmingham, AL 35244
Thomas F. Matthews	444 Laredo Drive Birmingham, AL 35226
Allen Mikul	183 Weatherly Way Pelham, AL 35124
Claude Vaughn	2229 Lakeside Drive McCalla, AL 35111

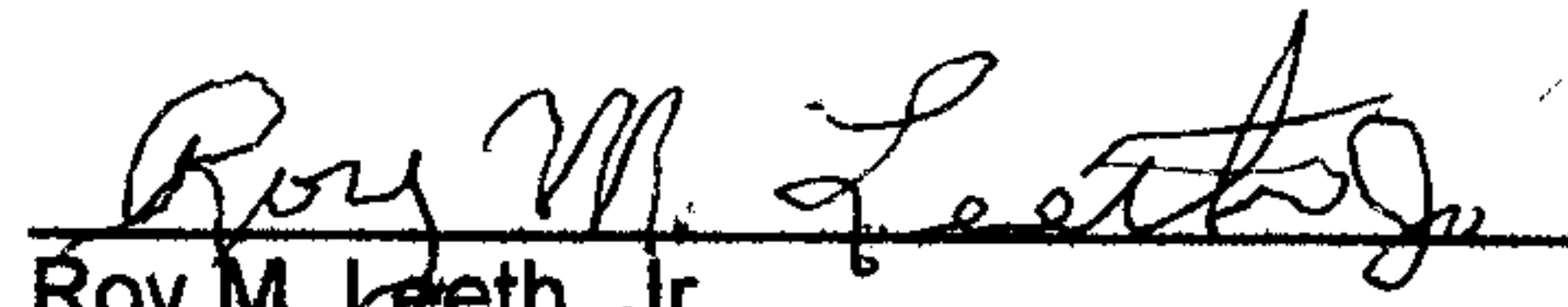

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- SIXTH: The address of the Association's initial registered office is 717 Riverchase Parkway West Birmingham, AL, 35244, and the name of its initial registered agent is Roy Leeth.
- SEVENTH Upon dissolution of the Association, all of its assets remaining after provision for creditors and payment of costs and expenses of such dissolution shall be distributed to the non profit organization of its choice as selected by the Board of Directors.
- EIGHTH: The Board of Directors reserves the right to amend, alter, change or repeal any provision contained in these Articles, subject to approval by majority vote of the Membership at a regular or special meeting of the Association, in the manner now or hereafter provided by law, and all rights conferred upon officers and directors herein are granted subject to this reservation.
- NINTH These Articles shall take precedence over the Bylaws.
- TENTH: The name and address of the incorporator is:

Roy M. Leeth, Jr. 717 Riverchase Parkway West
Birmingham, AL 35244

WHEREFORE, the incorporator files these Articles of Incorporation, and tenders to the Probate Judge of Shelby County, Alabama the lawful fees and charges, and prays that these Articles may be examined and approved, and that the Association may be deemed to be incorporated for the purposes herein set out.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto subscribed his signature to these Articles of Incorporation this 7 day of JUNE 2011.


Roy M. Leeth, Jr.
Incorporator


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Beth Chapman
Secretary of State


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Shelby Cnty Judge of Probate, AL
07/11/2011 03:59:47 PM FILED/CERT

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

Pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama 1975, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

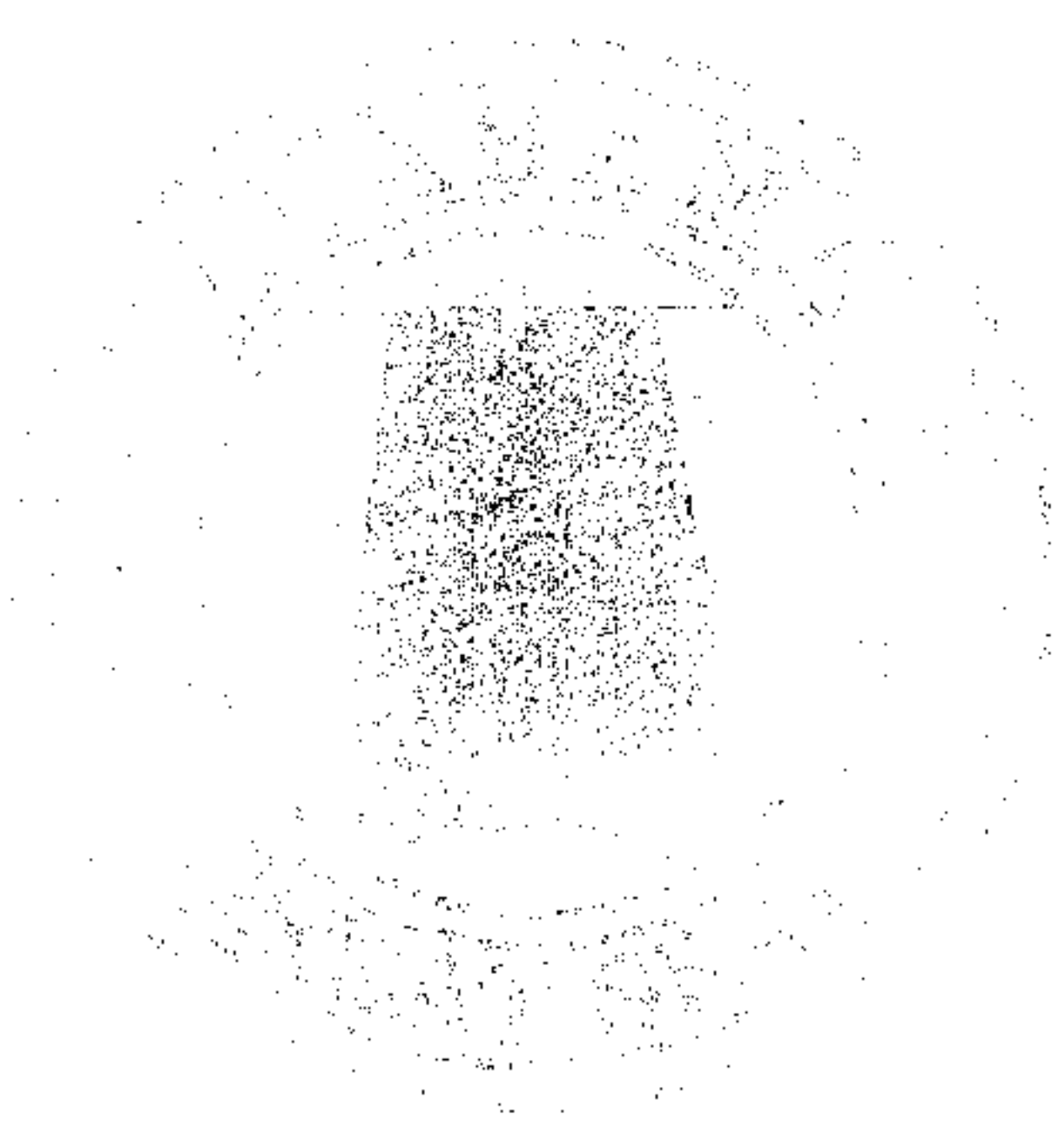
The Central Park Boys Association, Inc.

This domestic corporation name is proposed to be formed in Alabama and is for the exclusive use of THE CENTRAL PARK BOYS ASSOCIATION, 717 RIVERCHASE PARKWAY WEST, BIRMINGHAM, AL 35244 for a period of one hundred twenty days beginning July 1, 2011 and expiring October 30, 2011

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

July 5, 2011

Date




Beth Chapman

Secretary of State