

This document was  
prepared by:  
Sasha R. Moore  
P.O. Box 1095  
Trussville, AL 35235

**ARTICLES OF INCORPORATION  
OF  
OUTPOST 17  
(An Alabama Nonprofit Corporation)**

The undersigned, desiring to organize a not-for-profit corporation under the provisions of Chapter 3A, Title 10, Code of Alabama 1975, hereby make, sign, and file these Articles of Incorporation as follows:

**ARTICLE I  
Name**

The name of this corporation is **Outpost 17**.

**ARTICLE II  
Period**

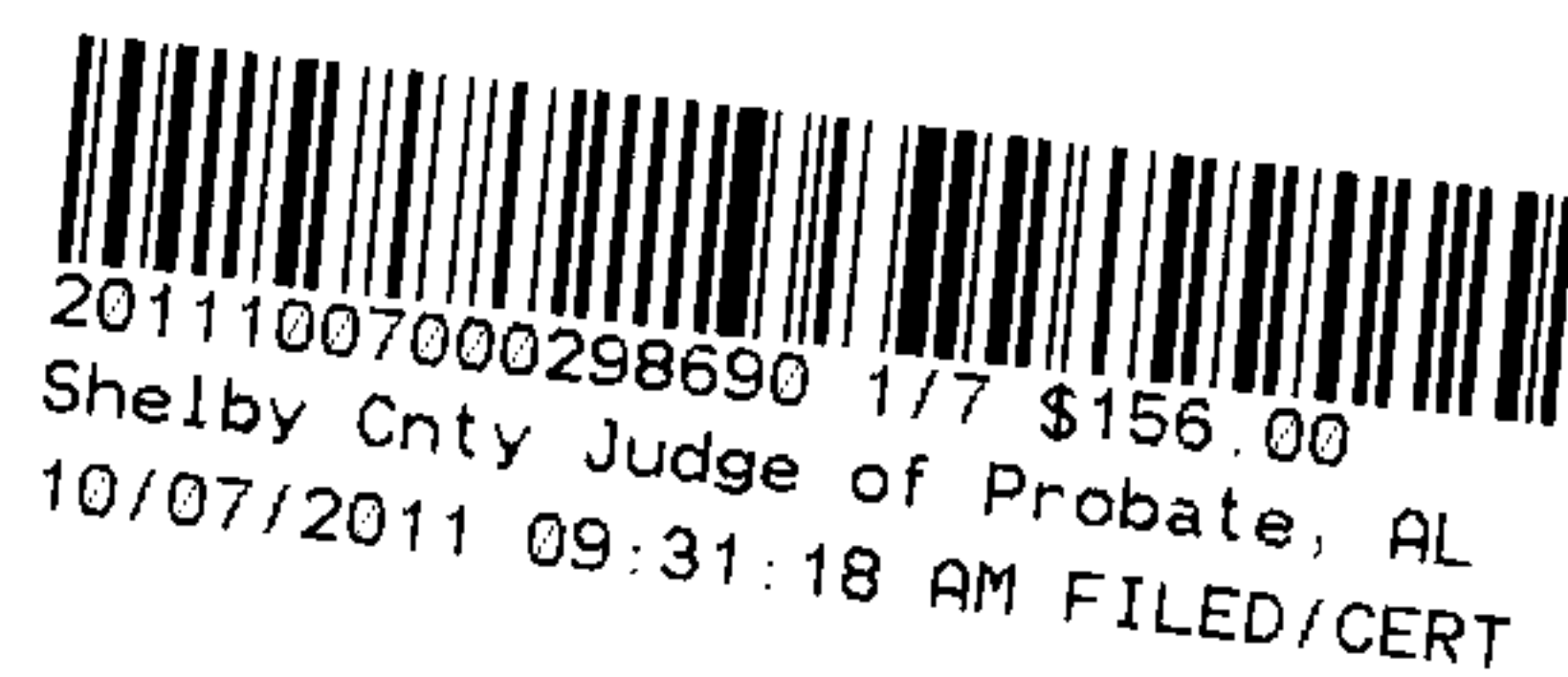
The period for the duration of the corporation shall be perpetual.

**ARTICLE III  
Members**

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the Bylaws of the Corporation.

**ARTICLE IV  
Voting Rights**

Members of the Corporation will have such voting rights as are provided in the Bylaws of the Corporation.



**ARTICLE V**  
**Liabilities for Debts**

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

**ARTICLE VI**  
**Purposes**

This corporation is organized exclusively for charitable and educational purposes, more specifically "To assist individuals in discovering their God Given Passions and connecting them to ministries". To this end, the corporation shall at all times be operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, 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 of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

**ARTICLE VII**  
**Powers**

The corporation shall have power:

- (1) To have perpetual succession by its corporate name unless a limited period of duration is stated in its articles of incorporation.
- (2) To sue and be sued, complain and defend, in its corporate name.
- (3) To have a corporate seal which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed or affixed or in any other manner reproduced.
- (4) To purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property, tangible or intangible, or any interest therein, wherever situated.
- (5) To sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.
- (6) To lend money to its employees other than its officers and directors and otherwise assist its employees, officers and directors.
- (7) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign



corporations, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district or municipality or of any instrumentality thereof.

- (8) To make contracts, guarantees, and indemnity agreements and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage, pledge of, or creation of security interests in, all or any of its property, franchises, or income, or any interest therein, not inconsistent with the provisions of the Constitution of Alabama as the same may be amended from time to time.
- (9) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (10) To conduct its affairs, carry on its operations, and have offices and exercise the powers granted by this chapter in any state, territory, district, or possession of the United States, or in any foreign country.
- (11) To elect or appoint officers and agents of the corporation, who may be directors, and define their duties and fix their compensation.
- (12) To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of Alabama, for the administration and regulation of the affairs of the corporation.
- (13) To make donations for the public welfare or for charitable, scientific or educational purposes; and in time of war to make donations in aid of war activities.
- (14) To indemnify any director or officer or former director or officer of the corporation, or any person who may have served at its request as a director or officer of another corporation, whether for profit or not for profit, in which it owns shares of capital stock or of which it is a creditor, against expenses actually and reasonably incurred by him in connection with the defense of any action, suit or proceeding, civil or criminal, in which he is made a party by reason of being or having been such director or officer, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of his duty; and to make any other indemnification that shall be authorized by the articles of incorporation or bylaws or by vote of the board of directors.
- (15) To pay pensions and establish pension plans or pension trusts for any or all of its directors, officers and employees.
- (16) To cease its corporate activities and surrender its corporate franchise.
- (17) To have and exercise all powers necessary or convenient to effect any or all of the

purposes for which the corporation is organized, and all powers granted by the Alabama Nonprofit Corporation Act, as the same may be amended from time to time; provided, however, that the corporation shall not have the power to engage in any activity which would not be consistent with its charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.

**ARTICLE VIII**  
**Registered Office and Registered Agent**

The location and mailing address of the initial registered office of the corporation shall be Outpost 17, 1017 Eagle Valley Drive, Birmingham, AL 35242 and its initial registered agent at such address shall be Mel Hackbarth. In accordance with the requirements of the Alabama Nonprofit Corporation Act, the registered office and registered agent of the corporation may be changed by resolution of the Board of Directors, duly filed with the Judge of Probate of the county in which the principal office of the corporation is established.

**ARTICLE IX**  
**Incorporator**

The name and address of the incorporator are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Mel Hackbarth	1017 Eagle Valley Drive Birmingham, AL 35242

**ARTICLE X**  
**Directors**

The affairs of the corporation shall be managed by its Board of Directors. The directors shall be elected or appointed in the manner and for the terms provided in the Bylaws. The initial Board of Directors shall consist of three (3) persons, whose names, addresses and the dates through which each shall hold office are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>TERM ENDS</u></b>
Mel Hackbarth	1017 Eagle Valley Drive Birmingham, Alabama 35242	12/31/2014
Don Ankenbrandt	434 Hillwood Drive Birmingham, Alabama 35209	12/31/2014
Matt Cash	47 Mt. Laurel Avenue Birmingham, Alabama 35242	12/31/2014



Notwithstanding the foregoing, each director on the initial Board of Directors shall hold office until his or her successor has been elected and qualified. A director may be removed from office by the act of the majority of the directors present at any meeting thereof at which a quorum is present.

## **ARTICLE XI**

### **Bylaws**

The initial Bylaws of the corporation shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws shall be vested in the directors, and shall be exercised in such manner as shall be set forth in the Bylaws.

## **ARTICLE XII**

### **Nonprofit Corporation**

Notwithstanding any other provision of these Articles, no part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the corporation 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 **ARTICLE VI** hereof. 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 distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

## **ARTICLE XIII**

### **Distribution of Assets on Dissolution or Final Liquidation**

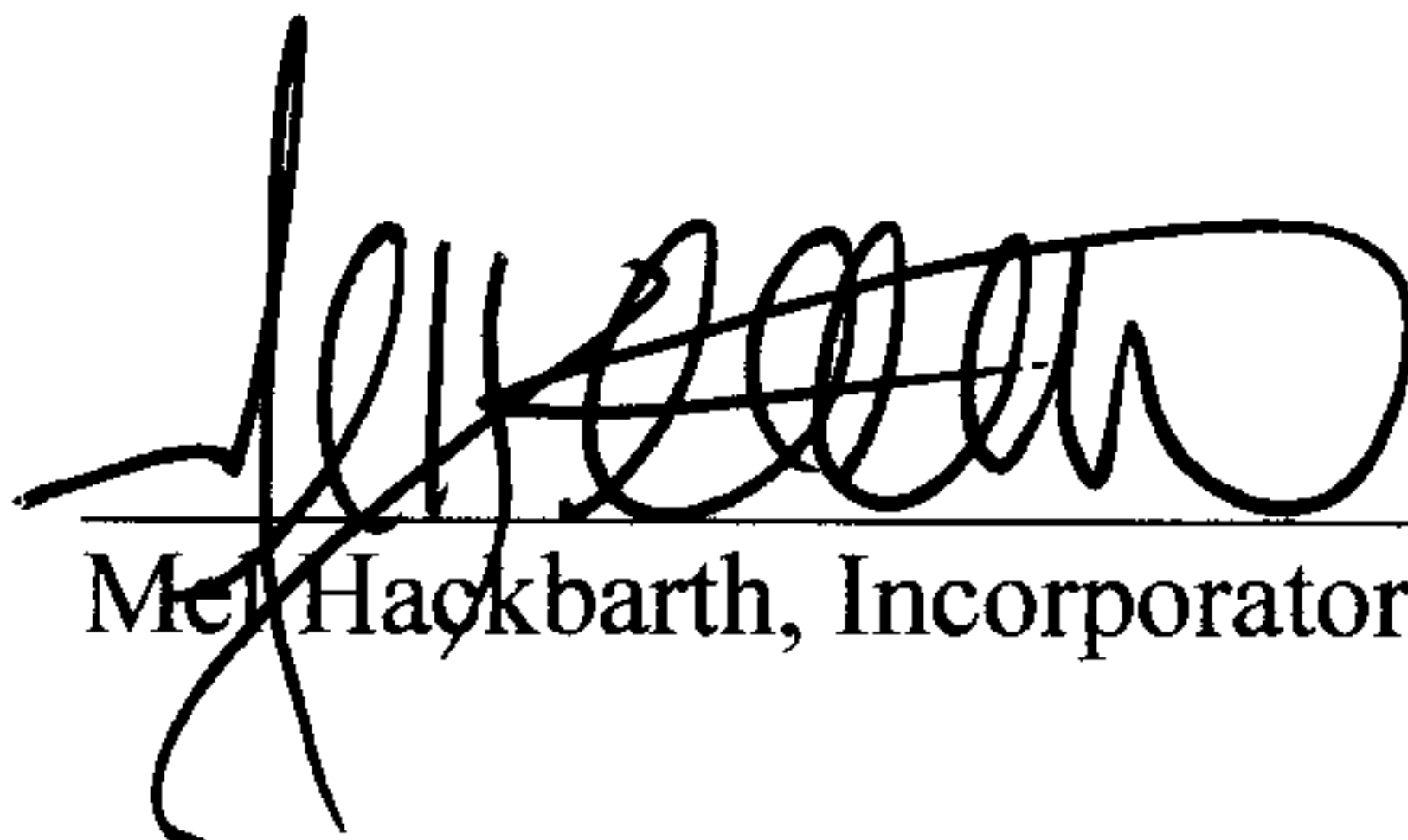
Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation to such other organization or organizations, which are organized and operated exclusively for charitable purposes, as the Board of Directors shall determine. If the Board of Directors fails to direct the disposition of the corporation's net assets as authorized by the preceding sentence, such assets shall be conveyed to Alliance Ministries at 400 Office Park Drive, Suite 301, Birmingham, Alabama 35223. Any such assets not so disposed of shall be disposed of by the Probate Court of Jefferson County, Alabama, exclusively for charitable purposes, to such organization or organizations, as said Court shall determine, which are


organized and operated exclusively for such purposes. Any disposition of the Corporation's assets, to the extent practicable and when not inconsistent with federal or state law, shall be accomplished in accordance with any applicable rules, regulations, policies or procedures of the Lilly Endowment, Inc.

**ARTICLE XIV**  
**Amendment**

Amendments to these Articles of Incorporation shall be adopted at a meeting of the Board of Directors upon receiving the vote of a majority of the directors in office.

**IN WITNESS WHEREOF**, the undersigned incorporator has hereunto subscribed his signature to these Articles of Incorporation this 5th day of October, 2011.

  
\_\_\_\_\_  
Mel Hackbarth, Incorporator

  
20111007000298690 6/7 \$156.00  
Shelby Cnty Judge of Probate, AL  
10/07/2011 09:31:18 AM FILED/CERT



Beth Chapman  
Secretary of State

20111007000298690 7/7 \$156.00  
Shelby Cnty Judge of Probate, AL  
10/07/2011 09:31:18 AM FILED/CERT

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

# STATE OF ALABAMA

**I, Beth Chapman, Secretary of 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:

**Outpost 17**

This domestic nonprofit corporation is proposed to be formed in Alabama and is  
for the exclusive use of Mel Hackbarth, 1017 Eagle Valley Drive, Birmingham,  
AL 35242 for a period of one hundred twenty days beginning October 6, 2011 and  
expiring February 3, 2012.



589-256

**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.**

October 6, 2011

Date

*Beth Chapman*

Beth Chapman

Secretary of State