

CERTIFICATE OF INCORPORATION
OF
THE COMMERCIAL DEVELOPMENT AUTHORITY
OF THE TOWN OF WILSONVILLE

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, in order to incorporate and organize a public corporation under the provisions of Title 11, Chapter 54, Article 6, of the Code of Alabama 1975 as amended or as hereafter amended or supplemented (the "Act"), and being all of the incorporators of said public corporation (the "Authority"), do make, sign, execute, acknowledge, and file this Certificate of Incorporation as follows:

ARTICLE ONE

INCORPORATORS

The names of the undersigned persons forming the Authority, each of whom is a duly qualified elector of the Town of Wilsonville, Alabama, are:

Ivan C. Greene, James W. Blackmon, Jr., and Frances L. Phelps

ARTICLE TWO

NAME

The name of the Authority is The Commercial Development Authority of the Town of Wilsonville.

ARTICLE THREE

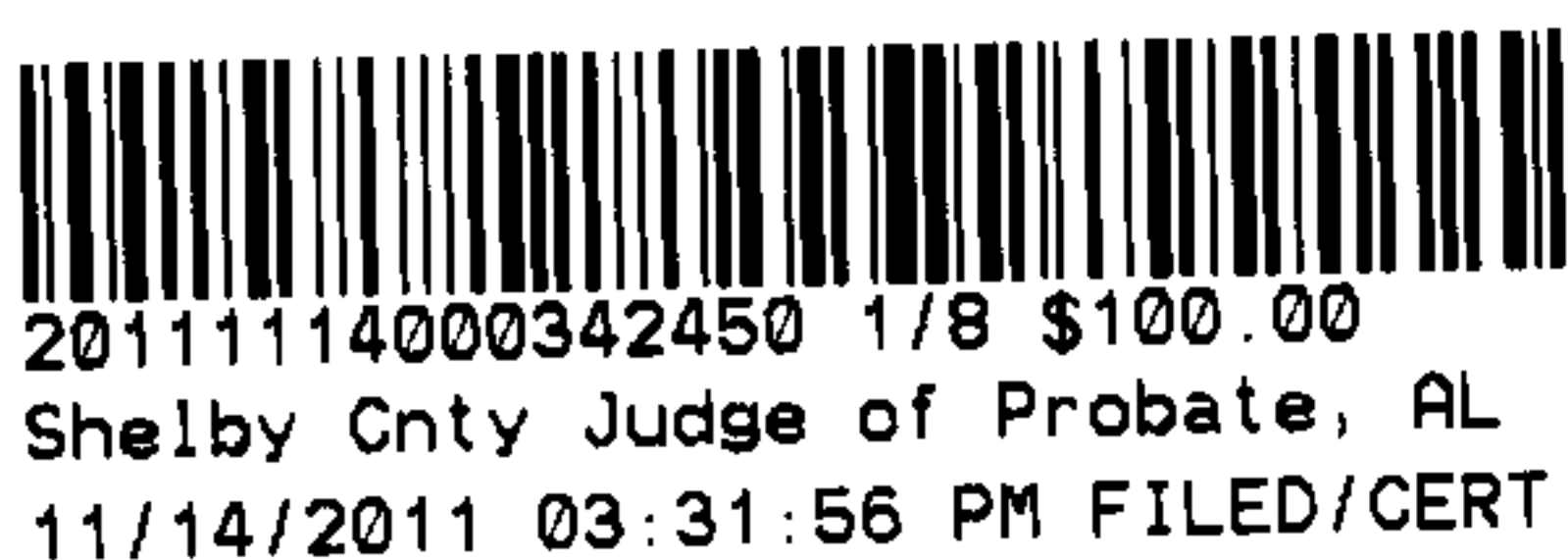
DURATION

The period for the duration of the Authority is ten (10) years from the date of the recording of this certificate, subject to the provisions of § 11-54-189, Code of Alabama 1975, as amended.

ARTICLE FOUR

AUTHORIZING MUNICIPALITY

The authorizing municipality is the Town of Wilsonville, Alabama, and the Town



Council of the Town of Wilsonville, Alabama, adopted the resolution authorizing the undersigned to proceed to form the Authority on ~~Nov 7~~, 2011.

Nov 7

ARTICLE FIVE

PRINCIPAL OFFICE

The location of the principal office of the Authority shall be the Town Hall of Wilsonville, P.O. Box 70, Wilsonville, AL 35186, which is within the corporate limits of the Town of Wilsonville, Alabama.

ARTICLE SIX

STATUTORY AUTHORITY

The Authority is organized pursuant to the provisions of the Act.

ARTICLE SEVEN

PURPOSE

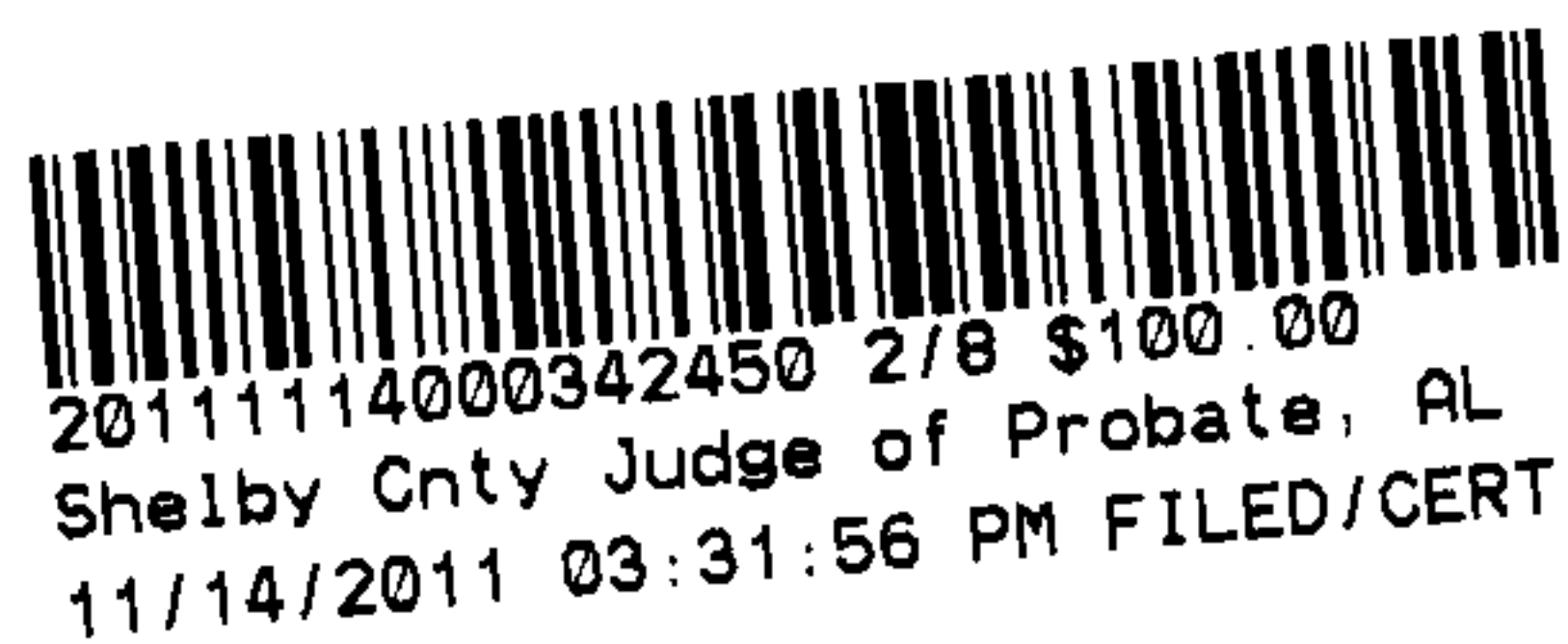
_____The Authority is incorporated for the objects and purposes set forth in the Act. In furtherance of said objects and purposes, the Authority shall have all powers conferred upon public corporations of like nature by the Act and all other powers conferred upon corporations generally by the laws of the State of Alabama not in conflict or inconsistent with the Act.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto subscribed their signatures 8th day of November, 2011.

Ivan C. Greene
Ivan C. Greene

James W. Blackmon, Jr.
James W. Blackmon, Jr.

Frances L. Phelps
Frances L. Phelps



STATE OF ALABAMA
SHELBY COUNTY General Acknowledgment

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Ivan C. Greene, whose name is signed to the foregoing certificate, and who is known to me, acknowledged before me on this day, that, being informed of the contents of the conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 8th day of November, 2011.

Notary Public Kay M. Ray

STATE OF ALABAMA
SHELBY COUNTY General Acknowledgment

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that James W. Blackmon, Jr., whose name is signed to the foregoing certificate, and who is known to me, acknowledged before me on this day, that, being informed of the contents of the conveyance, he executed the same voluntarily on the day the same bears date.

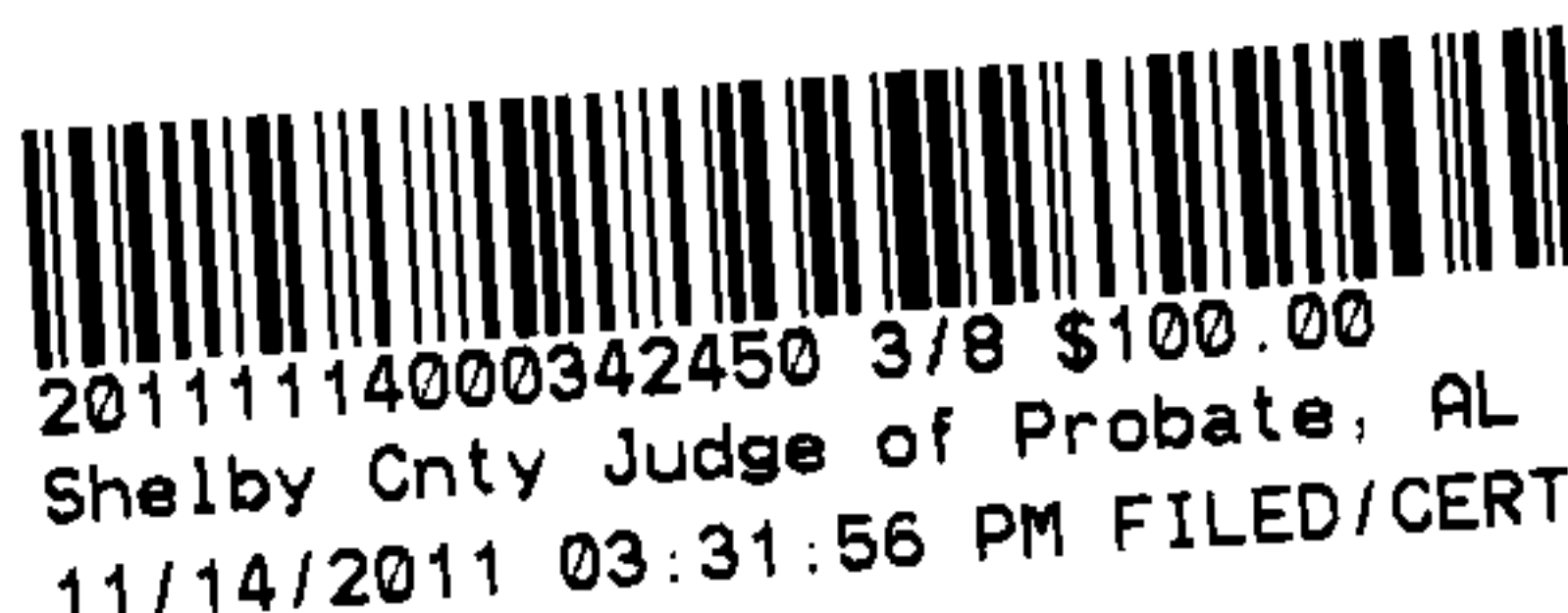
Given under my hand and official seal this 8th day of November, 2011.

Notary Public Kay M. Ray

STATE OF ALABAMA
SHELBY COUNTY General Acknowledgment


I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Frances L. Phelps, whose name is signed to the foregoing certificate, and who is known to me, acknowledged before me on this day, that, being informed of the contents of the conveyance, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 8th day of November, 2011.



Notary Public Kay M. Ray

This instrument prepared by William R. Justice, attorney at law, whose address is P.O. Box 587, Columbiana, AL 35051.


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Shelby Cnty Judge of Probate, AL
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STATE OF ALABAMA
COUNTY OF SHELBY

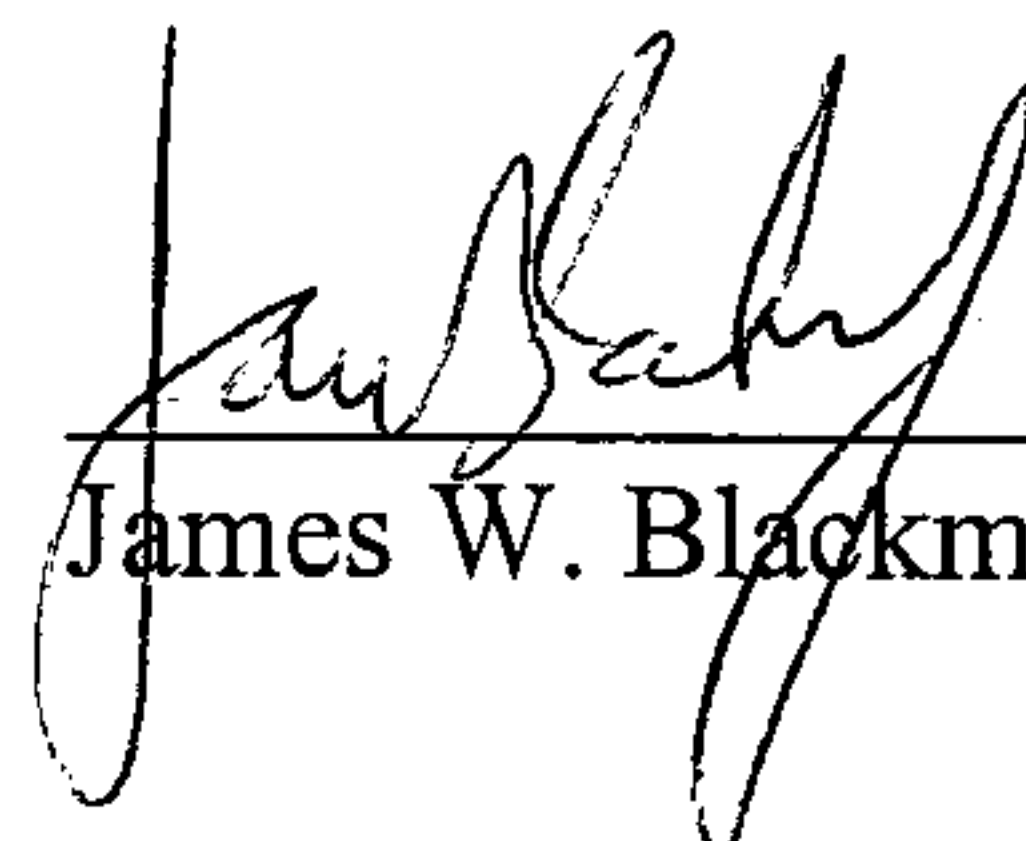
TO MAYOR ROSEMARY LIVEOAK AND THE TOWN COUNCIL OF THE TOWN OF
WILSONVILLE, ALABAMA:

We, the undersigned natural persons, each of whom is a duly qualified elector of the Town of Wilsonville, Alabama, hereinafter called the "Town," hereby file with you as the governing body of the Town this application in writing for the authority to incorporate a public corporation pursuant to the provisions of §§ 11_54_170 through 11_54_192, Code of Ala. 1975, as amended, under the name, "The Commercial Development Authority of Wilsonville," for the purpose of promoting trade and commerce by inducing commercial enterprises to locate new facilities within the Town and expand existing facilities in the Town. Such development will promote the public good and general welfare, trade, commerce, industry and employment opportunities within the Town of Wilsonville. The principal office of the corporation shall be located at the Town Hall of the Town of Wilsonville, Alabama.


We further request that the Town Council of the Town of Wilsonville, Alabama adopt a Resolution declaring that it is wise, expedient and necessary that the proposed Authority be formed, and authorizing the undersigned to proceed to form the proposed Authority by filing for record a Certificate of Incorporation in accordance with § 11-54-173, Code of Ala. 1975, as amended. A copy of the proposed certificate accompanies this application.

IN WITNESS WHEREOF, we have set our hands and seals this 7th day of November, 2011.


Ivan C. Greene


James W. Blackmon, Jr.


Frances L. Phelps


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Shelby Cnty Judge of Probate, AL
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RESOLUTION # 111107

WHEREAS, Ivan C. Greene, James W. Blackmon, Jr., and Frances L. Phelps, natural persons and duly qualified electors of the Town of Wilsonville, Alabama, filed on the 7th day of November, 2011, an application to form a public corporation pursuant to the provisions of §§ 11-54-170 through 11-54-192, Code of Ala. 1975, as amended, to be known as The Commercial Development Authority of the Town of Wilsonville; and

WHEREAS, the application was accompanied by a proposed certificate of incorporation for the Authority; and

WHEREAS, the Council has determined that it is wise, expedient and necessary that such public corporation be formed.


NOW, THEREFORE, BE IT RESOLVED by the Mayor and Town Council of the Town of Wilsonville, Alabama (hereinafter referred to as "Town"), as follows:

1. That the application to form The Commercial Development Authority of Wilsonville is regular in all respects and complies with all requirements of the laws of Alabama under which said corporation is proposed to be organized; that the proposed Certificate of Incorporation is in proper form; and that it is wise, expedient and necessary that such public corporation be formed.

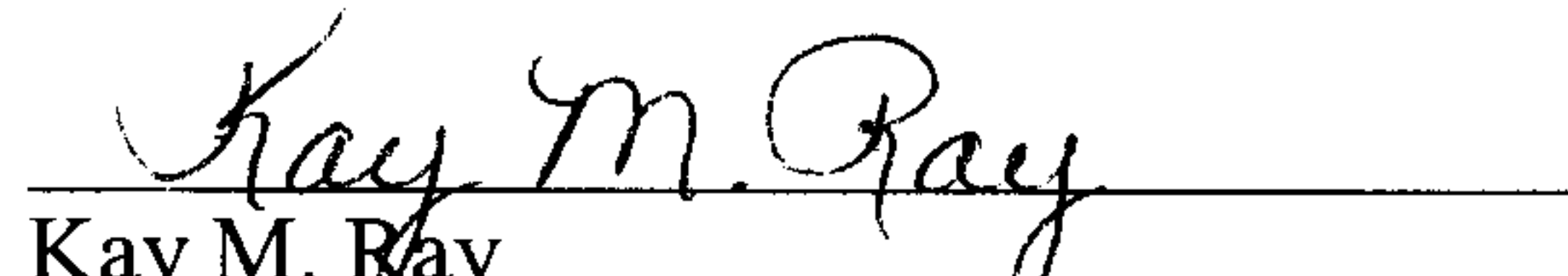
2. That the application is hereby allowed and the persons signing said application are authorized to file and record a Certificate of Incorporation for The Commercial Development Authority of the Town of Wilsonville in the form accompanying the application and in the manner provided by the laws of Alabama under which said corporation is proposed to be organized.

3. That a copy of this Resolution shall be spread upon the minutes of the meeting of the Council at which it was adopted, and the Clerk is directed to certify a copy of the application as filed with the Town as well as to certify a copy of this resolution, to be filed with the certificate of incorporation of the authority as provided by law.


ADOPTED and APPROVED this 7th day of November, 2011.



Rosemary C. Liveoak,
Mayor



Kay M. Ray
Town Clerk



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Shelby Cnty Judge of Probate, AL
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CERTIFICATION

I, Kay M. Ray, Town Clerk of the Town of Wilsonville, Alabama, do hereby certify that the foregoing Resolution Number 111107 is a true and correct copy of the Resolution adopted by the Town Council of the Town of Wilsonville, Alabama, on the 7th day of November, 2011, as the same appears in the official record of the minutes of the Town of Wilsonville Council meeting.

Given under my hand this 7th day of November, 2011.

Kay M. Ray -
Kay M. Ray, Town Clerk


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Shelby Cnty Judge of Probate, AL
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Beth Chapman
Secretary of State

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Shelby Cnty Judge of Probate, AL
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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:

The Commercial Development Authority of the Town of Wilsonville

This domestic nonprofit corporation is proposed to be formed in Alabama and is
for the exclusive use of William R Justice, PO Box 587, Columbiana, AL 35051
for a period of one hundred twenty days beginning November 8, 2011 and expiring
March 7, 2012.



591-013

**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.**

November 8, 2011

Date

Beth Chapman

Beth Chapman

Secretary of State