


STATE OF ALABAMA
SHELBY COUNTY

Amanda Melnikoff
2036 Acton Parkway
Birmingham, AL 35209

**ARTICLES OF INCORPORATION
OF
A SILVER LINING, INC.**


20111122000354310 1/6 \$156.00
Shelby Cnty Judge of Probate, AL
11/22/2011 11:54:02 AM FILED/CERT

Pursuant to the provisions of the Alabama Non-Profit Corporation Act, the undersigned hereby sets forth and adopts the following Articles of Incorporation.

Article I – Name

The name of the non-profit corporation shall be A Silver Lining, Inc. (herein after the Corporation).

Article II – Duration

The period of duration of the Corporation shall be perpetual.

Article III – Purposes and Powers

This Corporation 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 Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The Corporation shall have all powers now conferred or which may be conferred upon a non-profit corporation under the laws of the State of Alabama which are not in conflict with the terms of these Articles.

Article IV – Membership

The Corporation shall have members, with rights and duties as conferred in the Corporation's Bylaws.

Article V – Incorporator

The name and address of the incorporator is as follows:

Joy Underwood
155 Deer Mountain Cir
Indian Springs, AL 35124

Article VI - Officers

The officers of the Corporation shall consist of a President, Vice President, Secretary and Treasurer, any two (2) or more of which may be held by one (1) person, except that the President shall not be the Secretary.

Each said officer shall be elected or appointed at such time and in such manner and for such term and shall have the powers and duties as may be prescribed in the Bylaws.


Article VII – Directors

The initial directors of the Corporation with their respective addresses are as follows:

Amanda Melnikoff
2036 Acton Park Way
Birmingham, AL 35209

Parker Neill
1044 Sunset Blvd
Birmingham, AL 35213

Joy Underwood
155 Deer Mountain Cir
Indian Springs, AL 35124


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Article VIII – Registered Office and Agent

The registered office of the Corporation shall be

155 Deer Mountain Cir
Indian Springs, AL 35124

The registered agent of the Corporation shall be Joy Underwood.

Article IX – Bylaws

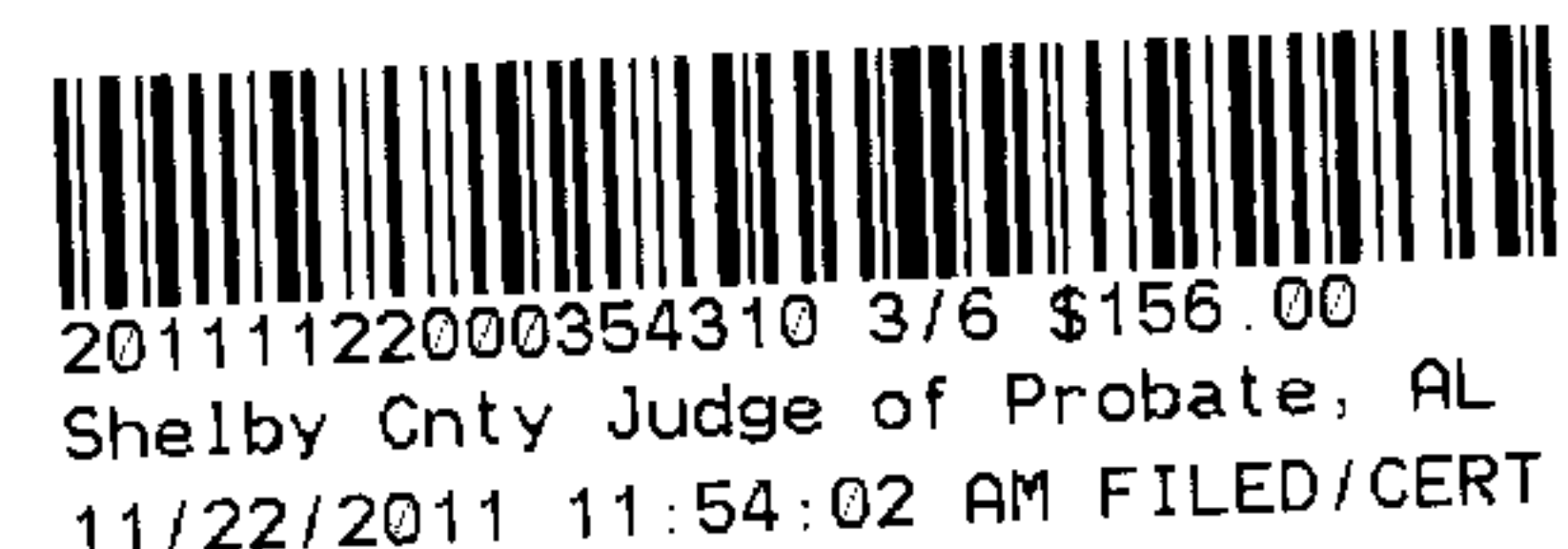
The Corporation as hereinabove provided shall have the power to adopt Bylaws for the regulation of its internal affairs and for all other purposes not inconsistent with the constitution and laws of the State of Alabama and with these Articles of Incorporation.

Article X – Indemnification

Every director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed up on him or her in connection with a proceeding or any settlement of any proceeding to which he or she may be a party or in which he or she may become involved by reason of his or her being or having been a director or officer at the time such expense(s) are incurred, except when the director or officer is adjudged guilty of willful misfeasance in the performance of his or her duties. The foregoing right of indemnification shall be in addition to and not exclusive of all rights to which such director or officer may be entitled. The directors shall be authorized to purchase directors' and officers' liability insurance providing coverage to the officers and directors of the Corporation at the expense of the Corporation.

Article XI – Amendment

Amendments to the Articles of Incorporation shall be made in the following manner: The board of directors may adopt amendments to the Articles of Incorporation by majority vote.



Article XII – Dissolution


Upon the dissolution of the Corporation, assets 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 of by the circuit court 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.

Article XIII – Other Provisions

No substantial part of the activities of this Corporation shall consist of carrying on 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, or in opposition to, any candidate for public office.

No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 the purpose clause hereof.

Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation 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 (2) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or any future federal tax code.


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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this the 21st day of November, 2011.

INCORPORATOR:

Joy Underwood

Joy Underwood

Affirmed to and subscribed before me on this the 21 day of November, 2011.

[Signature]

Notary Public

My commission expires:

1/13/2014

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Beth Chapman
Secretary of State

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

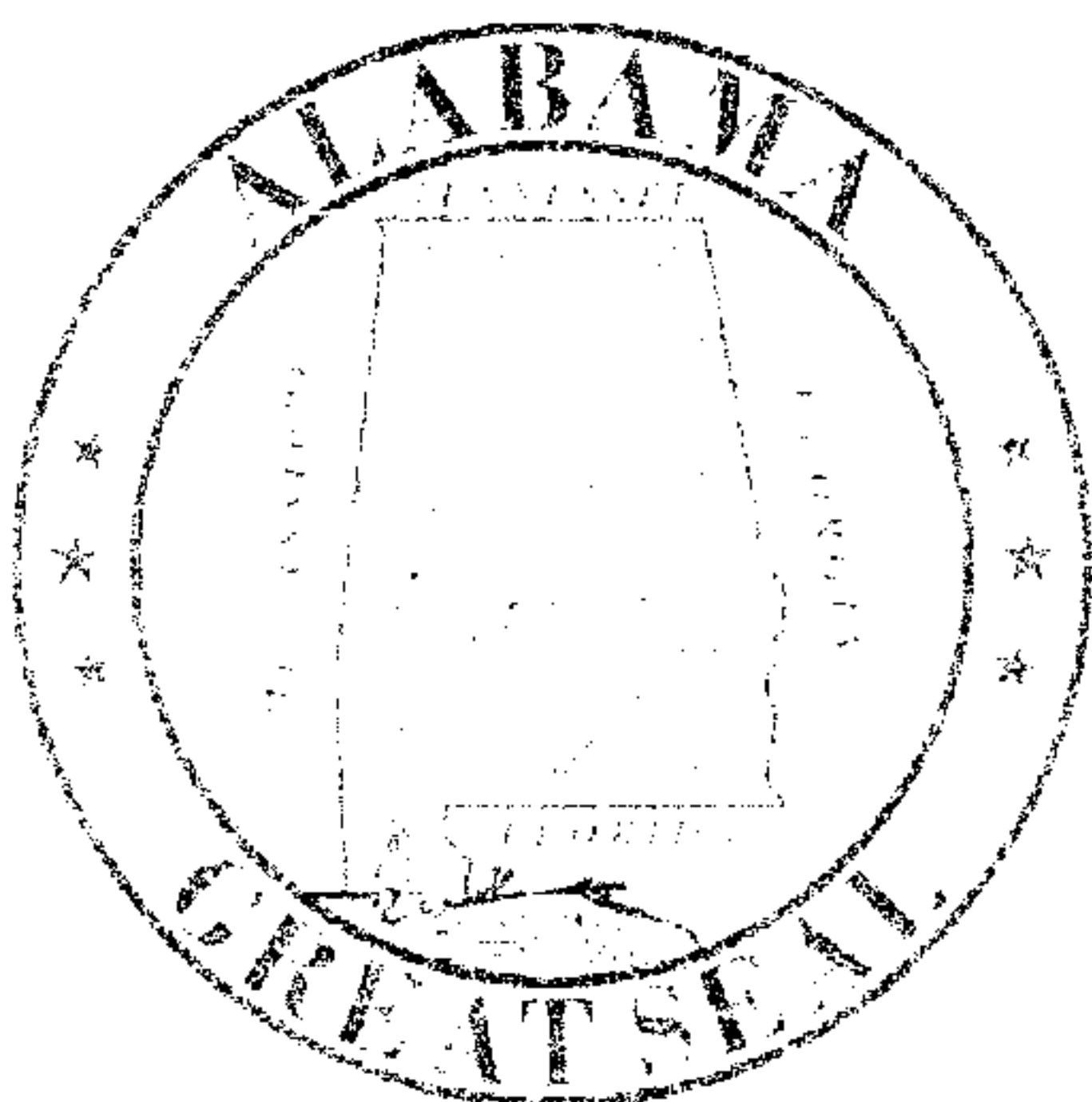
STATE OF ALABAMA

**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:

A Silver Lining, Inc.

This domestic nonprofit corporation is proposed to be formed in Alabama and is
for the exclusive use of A Silver Lining, Inc., 155 Deer Mountain Cir, Indian
Springs, AL 35124 for a period of one hundred twenty days beginning November
15, 2011 and expiring March 14, 2012.



**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 15, 2011

Date

Beth Chapman

591-390

Beth Chapman

Secretary of State

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