

HOOVER PUBLIC SAFETY CHARITY FOUNDATION

CERTIFICATE OF FORMATION

The undersigned, who is over the age of twenty-one (21) years, desiring to organize a non-profit body corporation under the provisions of the Alabama Non-Profit Corporation Law, *Code of Alabama* (1975), Section 10A-3-1.01, *et seq.*, with all the rights, powers and privileges of a corporation organized under said Act and under the Constitution and Laws of the State of Alabama, hereby makes and files this Certificate of Formation as required by the provisions of said Alabama Non-Profit Corporation Law, and certifies as follows:

1. **NAME OF CORPORATION:** The name of the corporation shall be HOOVER PUBLIC SAFETY CHARITY FOUNDATION.
2. **PERIOD OF DURATION:** The period of duration of the Corporation shall be perpetual, subject to dissolution by the Board of Directors entitled to vote as provided by law.
3. **PURPOSE:** This non-profit corporation is being organized for charitable purposes and for any lawful purpose or purposes. The Corporation is not organized for private pecuniary profit nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings, if any, shall inure to the profit of any director or individual. The balance, if any, of the money received by the Corporation from its operation by way of gifts, contributions, or otherwise, after the payment in full of any debt and operations of the Corporation or whatsoever kind and nature, shall be used and distributed exclusively for the purposes for which the Corporation is organized.
4. **POWERS:** The Corporation shall have all powers of non-profit corporations as provided in the "Alabama Non-Profit Corporation Law," including, but not limited to, the power to conduct fund-raising activities for the purpose set out above; provided, however, that: No part

of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, 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 Article 3 hereof.

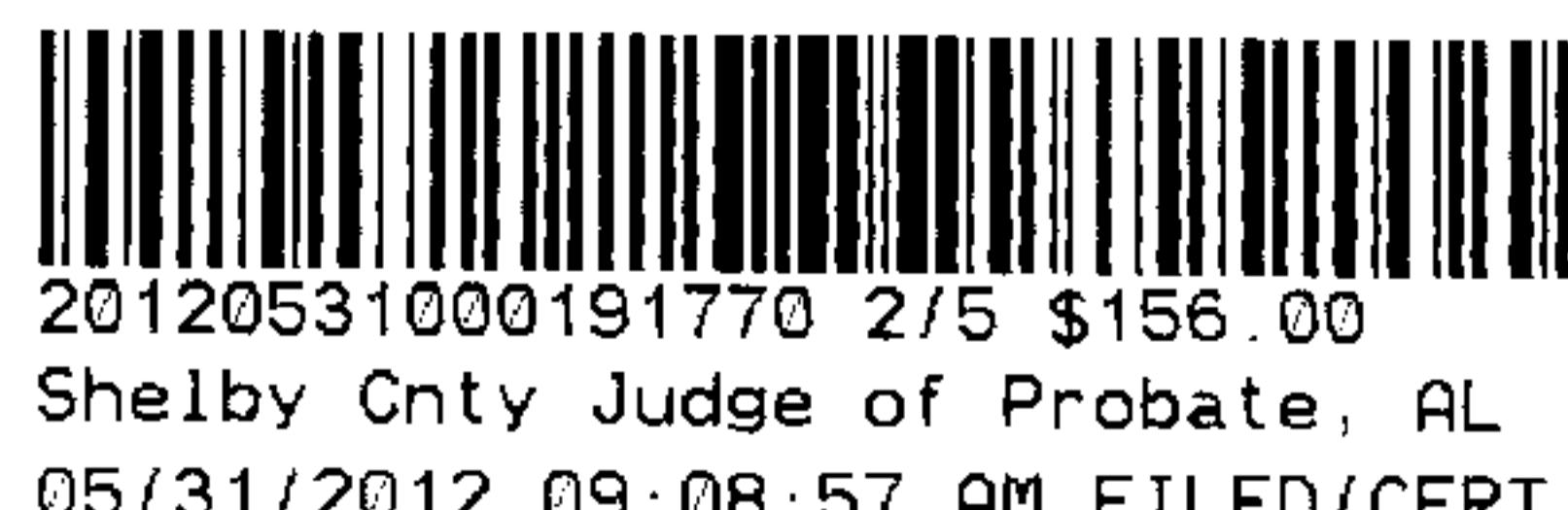
Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operating exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the *United States Internal Revenue Code of 1954* (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

5. **MEMBERS:** The Corporation shall have no members.

6. **INITIAL REGISTERED OFFICE:** The address of the initial registered office of the Corporation is 1601 Creekside Drive, Hoover, Alabama 35244.

7. **INITIAL REGISTERED AGENT:** The initial registered agent of the Corporation shall be John C. Wingate.

8. **BOARD OF DIRECTORS:** The number of Directors shall be not less than three (3) and no more than nine (9) as shall from time to time be fixed as provided by the Bylaws of the Corporation.



(A) The names, addresses and terms of the initial members of the Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TERM</u>
Erin Colbaugh	4665 Sandpiper Lane, Hoover, Alabama 35244	3 yrs
Nick Derzis	1920 Greenvale Road, Hoover, Alabama 35226	3 yrs
Karen Higgins	504 Founders Park Lane, Hoover, Alabama 35226	3 yrs
Allen Pate	3734 Chapel Creek Circle, Hoover, Alabama 35226	4 yrs
Allan Rice	2501 Phoenix Drive, Tuscaloosa, Alabama 35405	4 yrs
Lori Salter	1504 Inverness Cove Lane, Birmingham, Alabama 35242	4 yrs
H.E. Smith	2212 Avanti Lane, Hoover, Alabama 35226	5 yrs
John C. Wingate	1601 Creekside Drive, Hoover, Alabama 35244	5 yrs
Robert Yeager	304 Willow Crest Lane, Hoover, Alabama 35244	5 yrs

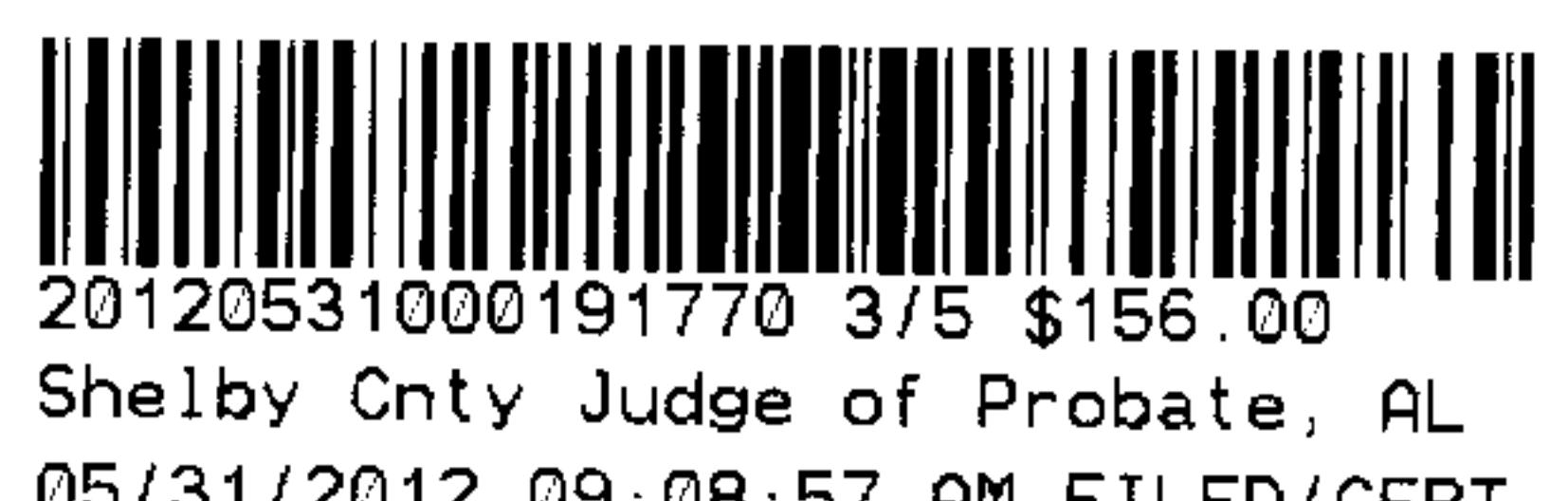
(B) Initially, the Board of Directors shall serve staggered terms of either three, four or five years as determined by the Incorporator and set forth herein. Thereafter, all subsequent Directors shall serve for a term of three (3) years or until their successor is duly elected and qualified.

(C) The Board of Directors, at any meeting called for the purpose, may, by affirmative vote of the majority of the quorum present as is provided in the Bylaws of the Corporation, remove any Director from office with or without cause and elect his/her successor.

9. **INCORPORATOR:** The name and address of the incorporator is as follows:

Homer E. Smith 2212 Avanti Lane, Hoover, Alabama 35226

10. **BYLAWS:** The Board of Directors shall have the authority to adopt Bylaws of the Corporation, and the power to alter, amend or repeal the Bylaws and to adopt new Bylaws.



The Bylaws shall contain provisions for the regulation and management of the affairs of the Corporation not inconsistent with the law or this Certificate of Formation.

11. **AMENDMENTS:** All provisions of this Certificate of Formation shall be subject to amendment consistent with the affirmative vote of a majority of the Board of Directors in office in respect thereof, in accordance with the provisions of the *Code of Alabama*, 1975 Section 10A-3-4.01, *et seq.*

IN WITNESS WHEREOF, the undersigned Incorporator has subscribed his name to the Certificate of Formation on this the 29 day of May, 2012.

Homer E. Smith
Homer E. Smith

STATE OF ALABAMA)
JEFFERSON COUNTY)

BEFORE ME, a Notary Public in and for said county and state, appeared Homer E. Smith, who is known to me, and having been duly sworn, states that the above is his signature and that he acknowledges his signature on this, the Articles of Incorporation of HOOVER PUBLIC SAFETY CHARITY FOUNDATION, and that he has subscribed his name for the purposes stated herein, this the 29 day of May, 2012.

SEAL

Marilyn G. Crumbley
Notary Public

My Commission Expires: 9/19/15

NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: Sept 19, 2015
BONDED THRU NOTARY PUBLIC UNDERWRITERS



20120531000191770 4/5 \$156.00
Shelby Cnty Judge of Probate, AL
05/31/2012 09:08:57 AM FILED/CERT

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:

Hoover Public Safety Charity Foundation

This domestic nonprofit corporation is proposed to be formed in Alabama and is for the exclusive use of Homer E. Smith, 2212 Avanti Lane, Hoover, AL 35226 for a period of one hundred twenty days beginning May 23, 2012 and expiring September 20, 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.

May 23, 2012

Date

Beth Chapman

Beth Chapman

Secretary of State



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Shelby Cnty Judge of Probate, AL
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