

Articles of Incorporation

Helena High School Band Boosters, Inc A Non-Profit Corporation

I, the Incorporator, a natural person 19 years of age or older, adopt the following Articles of Incorporation for the purpose of forming a non-profit corporation under the Alabama Nonprofit:

Article One Name

The name of the non-profit corporation is: Helena High School Band Boosters, Inc.

Article Two Registered Agent and Office

The name of the initial registered agent and registered office in the State of Alabama are:

Stephen J. Bailey
2491 Pelham Parkway
Pelham, Alabama 35124

Article Three Principal Office of the Corporation

The address of the principal office of the corporation is:

1321 Whirlaway Circle
Helena, Alabama 35080

Article Four Name and Address of the Incorporator

The name and address of the incorporator are:

Stephen J. Bailey
2491 Pelham Parkway
Pelham, Alabama 35124

Article Five Duration

The non-profit corporation's period of duration is perpetual.

Article Six Purposes

The non-profit corporation is organized and will be operated exclusively for general educational purposes as set forth in Section 501(c)(3) of the Internal Revenue Code including, for these purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code.

Article Seven Dissolution

Upon the dissolution of the non-profit corporation, the Board of Directors will, after paying or making provision for the payment of all liabilities of the Corporation, distribute all Corporation assets to one or more organizations organized and operated exclusively for educational purposes that are, at that time, qualified as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.

If any assets are not distributed as provided in the preceding paragraph, the court of appropriate jurisdiction for the county in which the principal office of the Corporation is then located, will dispose of those assets exclusively for educational purposes or to one or more organizations that are, at that time, qualified as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, as the Court shall determine.

Article Eight Restrictions

No part of the net earnings or assets of the non-profit corporation will inure to the benefit of, or be distributable to, its director, officers or any other private persons. The non-profit corporation may, however, pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation.

No part of the activities of the non-profit corporation may include the carrying on of propaganda or be used to influence legislation as defined in Section 4945 of the Internal Revenue Code. The non-profit corporation may not participate in, or intervene in (including the publishing or distributions of statements) in any political campaign on behalf of any candidate for public office.

The non-profit corporation may not exercise any power or engage directly or indirectly in any activity that would invalidate its status as a corporation exempt from federal income taxation:

As a corporation exempt from federal tax under Section 501(c)(3) of the Internal Revenue Code.

As a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

As a non-profit corporation organized under the laws of State of Alabama.

The non-profit corporation must distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code. Furthermore, the non-profit corporation must not:

Engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code.

Retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code.

Make any investments in a manner that would subject it to tax under Section 4944 of the Internal Revenue Code.

Make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

Article Nine

Board of Directors

The non-profit corporation is organized on a non-stock basis and will not have members. The Board of Directors will have authority for all affairs of the non-profit corporation and may exercise all powers of the non-profit corporation as permitted by federal law, state law, the Articles of Incorporation, and the By-Laws of the non-profit corporation as in effect from time to time.

The number of director to constitute the first Board of Directors is eight. After this initial Board of Directors is organized, it may change the number of director in the manner provided in the By-Laws and consistent with the laws of the State of Alabama.

The initial members of the Board of Directors are:

Jan Hull
1321 Whirlaway Circle
Helena, Alabama 35080

Lynn Roberts
249 Quail Ridge Road
Helena, Alabama 35080

Tammy Hogue
5248 South Shades Crest Road
Bessemer, Alabama 35022

Kim Melton
6046 Woodvale Road
Helena, Alabama 35080

Susan Lefebvre
5857 Old Kendrick Road
Helena, Alabama 35080

Dana Carter
808 Laurel Woods Cove
Helena, Alabama 35080

Randy Jamerson
4463 Englewood Road
Helena, Alabama 35080

Cindy Dickson
3627 Oak Leaf Drive
Helena, Alabama 35080

Article Ten By-Laws

In furtherance and not in limitation of the powers conferred upon the Board of Directors by law, the Board of Directors shall adopt, amend and repeal from time to time, the By-Laws of the non-profit corporation.

Article Eleven Amendments

The non-profit corporation may amend the Articles of Incorporation in the manner provided by the laws of the State of Alabama. But no amendment may authorize the Board of Directors to conduct the affairs of the non-profit corporation in any manner or for any purpose contrary to the provisions of Section 501(c)(3) of the Internal Revenue Code.

Article Twelve Miscellaneous

All general or specific references to the Internal Revenue Code are to refer to the Internal Revenue Code of 1986 as now in force or later amended, or the corresponding provision of any future United States revenue law. Similarly, any general or specific references to

the laws of the State of Alabama are to the laws of the State of Alabama as now in force or hereafter amended.

IN WITNESS WHEREOF, the Articles of Incorporation are signed on October 23, 2012.



Stephen J. Bailey

STATE OF ALABAMA

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) ss.

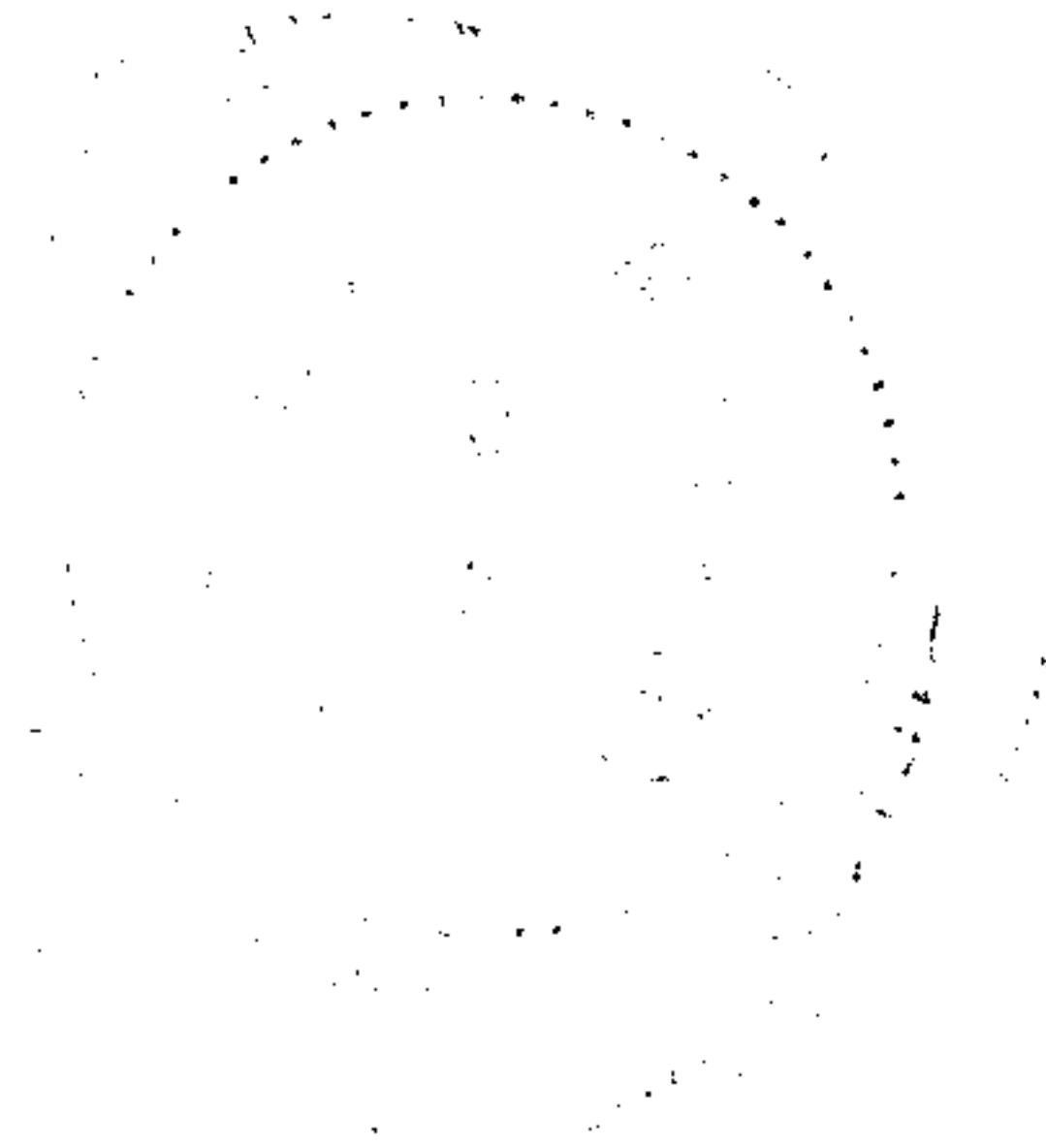
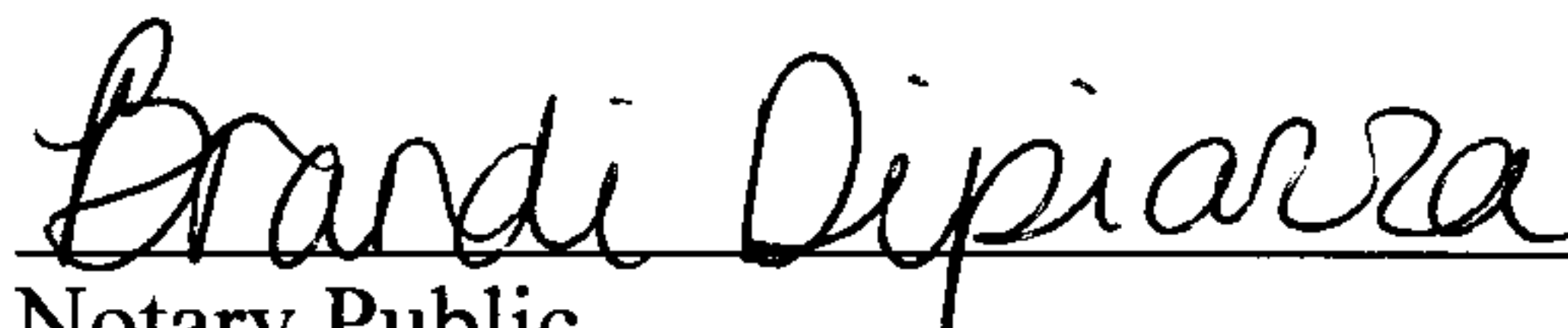
COUNTY OF SHELBY

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On this day, October 23, 2012, before me personally appeared Stephen J. Bailey, as incorporator, personally known to me (or proved to me on the basis of satisfactory evidence) to be the individual whose name is subscribed to the foregoing Articles of Incorporation, and acknowledged that he executed the same as his voluntary act and deed for the purposes therein contained.

Witness my hand and official seal.

[Seal]

Notary Public

My commission expires: 2/7/2016



20121114000436090 6/6 \$156.00
Shelby Cnty Judge of Probate, AL
11/14/2012 08:06:08 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:

Helena High School Band Boosters, Inc.

This domestic nonprofit corporation is proposed to be formed in Alabama and is
for the exclusive use of Laurie Boston Sharp, P.O. Box 567, Alabaster, AL 35007
for a period of one hundred twenty days beginning September 4, 2012 and
expiring January 2, 2013.



**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.**

September 4, 2012

Date

Beth Chapman

610-479

Beth Chapman

Secretary of State