


**ARTICLES OF INCORPORATION**  
**Of**  
**ANGELA R. STEPHENS FOUNDATION**

**STATE OF ALABAMA**

**SHELBY COUNTY**

  
20121206000467080 1/8 \$156.00  
Shelby Cnty Judge of Probate, AL  
12/06/2012 12:53:55 PM FILED/CERT

**TO: THE HONORABLE JIM FUHRMEISTER, JUDGE OF PROBATE OF  
SHELBY COUNTY, ALABAMA.**

The undersigned, desiring to become a nonprofit corporation for the purposes of carrying on the activities hereinafter stated and set forth, do hereby make and file these Articles of Incorporation pursuant to the General Provisions of the "Alabama Nonprofit Corporation Act" of Alabama, (Sections 10A-3-1.01, *et seq.*, Code of Alabama 1975) and any amendments thereto, stating and certifying as follows:

**FIRST: The name of the corporation is:**

**ANGELA R. STEPHENS FOUNDATION**

**SECOND: The corporation is formed for the following objects:**

a. To provide charitable services and assistance to needy children and abused women.

b. To solicit and receive gifts and donations of money and all kinds of property to be used for the purpose of assisting needy children and abused women.

To acquire by purchase, subscription or otherwise, and to receive, hold, own,

**guarantee, sell, assign, exchange, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, script, warrants, rights, bonds, debentures, notes, trust receipts and other securities, obligations, choses in action and evidences of indebtedness or interest issued or created by any corporations, joint stock companies, syndicates, associates, firms, trusts or persons, public or private, or by the Government of the United States of America, or by any foreign government, or by any state, territory, province, municipality or other political subdivision or by any Government agency (even to the extent of all or a controlling interest in the stock of another corporation, or even to the extent of all or any part of an issue of corporation stock, voting trust certificate, script, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, or choses in action), and as owner thereof to possess and exercise all the rights, powers and privileges of ownership, including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.**

**c. To merge or consolidate with any nonprofit corporation in such manner as may be permitted by law.**

**d. To enter into, make, and perform contracts of every kind and description with any person, firm, association, corporation (including, without limiting the generality of the foregoing, any corporation in which this corporation**

owns all or a part of the capital stock), municipality, county, state, body politic or government or colony or dependency thereof.

e. To borrow or raise monies for any of the purposes of the corporation, and, from time to time without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds, or other obligations of the corporation for its corporate purposes.

f. To have one or more offices to carry on all or any of its operations and business and without restriction or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of, real and personal property of every class and description in any of the states, districts, territories or colonies of the United States and in any and all foreign countries, subject to the laws of such state, district, territory, colony or country.

g. To do all and everything necessary and proper for the accomplishment of the objects herein enumerated or necessary or incidental to the protection and benefit of the corporation and its purposes, and in general to carry on any lawful business necessary or incidental to the attainment of the purposes of the



corporation, whether such business is similar in nature to the objects and powers hereinabove set forth or otherwise.

**THIRD: The name and address of the incorporator is as follows:**

**EMILY BOUZAN, 3213 Brook Highland Trace Birmingham AL 35242**

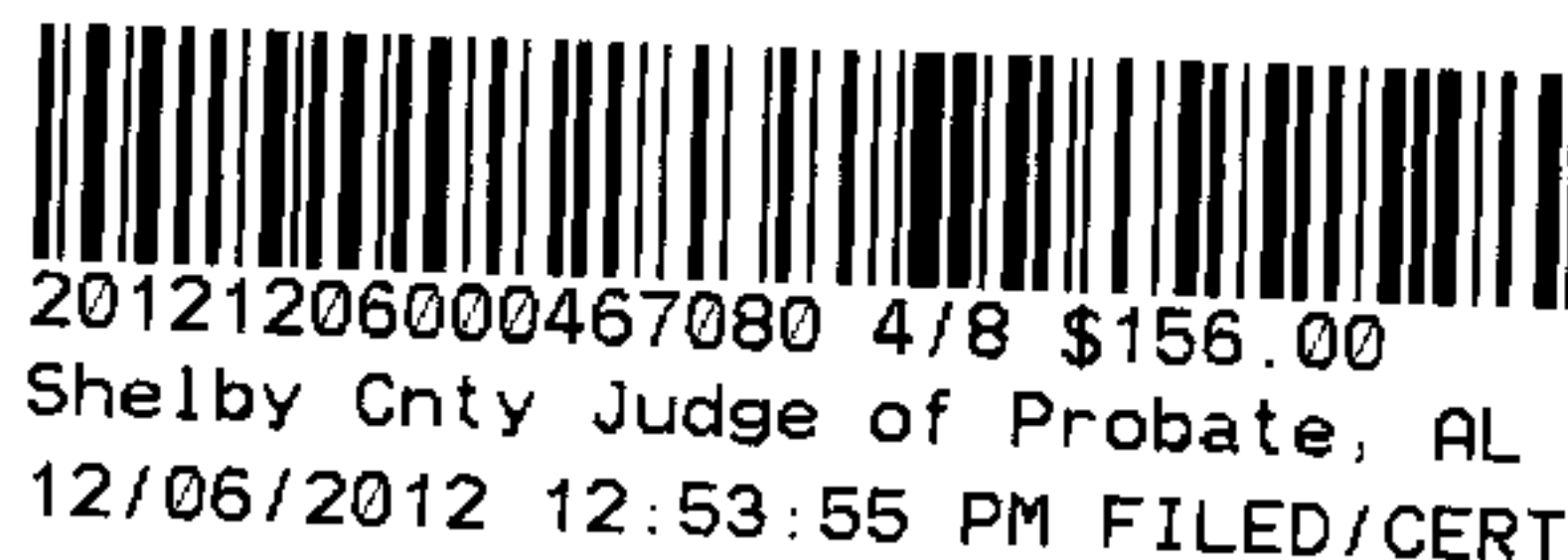
**FOURTH: The location of the principal office of the corporation in the State of Alabama is 3213 Brook Highland Trace Birmingham AL 34242, and the name of its initial registered agent at such address is EMILY BOUZAN.**

**FIFTH: The name and address of the Directors chosen for the first year is as follows:**

<u><b>NAME</b></u>	<u><b>ADDRESS</b></u>
<b>EMILY BOUZAN</b>	<b>3213 Brook Highland Trace Birmingham AL 35242</b>
<b>TIFFANY HARRIS</b>	<b>1094 Ashbury Circle Helena AL 35022</b>
<b>LOUISE GLENN</b>	<b>3687 Cahaba Beach Road Birmingham AL 35242</b>
<b>BILL RINGLER</b>	<b>2816 Ashley Wood Drive Vestavia Hills AL 35216</b>

**SIXTH: The names and addresses of the officers chosen for the first year are as follows:**

<u><b>NAME</b></u>	<u><b>OFFICE</b></u>
<b>EMILY BOUZAN</b>	<b>President</b>
<b>TIFFANY HARRIS</b>	<b>Vice President</b>
<b>BILL RINGLER</b>	<b>Treasurer</b>
<b>LOUISE GLENN</b>	<b>Secretary</b>



**SEVENTH: The period for the duration of the corporation is perpetual.**

**EIGHTH: Any action required or proposed to be taken by the directors may be effected without notice or formal meeting by embodying same in a resolution or instrument in writing signed by all of the directors and such action shall be as fully and completely valid, binding and effective as if adopted in a formal meeting of such directors, and the same shall be effected as of the date expressed therein, or, if no date be therein expressed, then as of the time on which the same shall be filed by the secretary or entered in the minutes of the corporation, whichever comes first.**

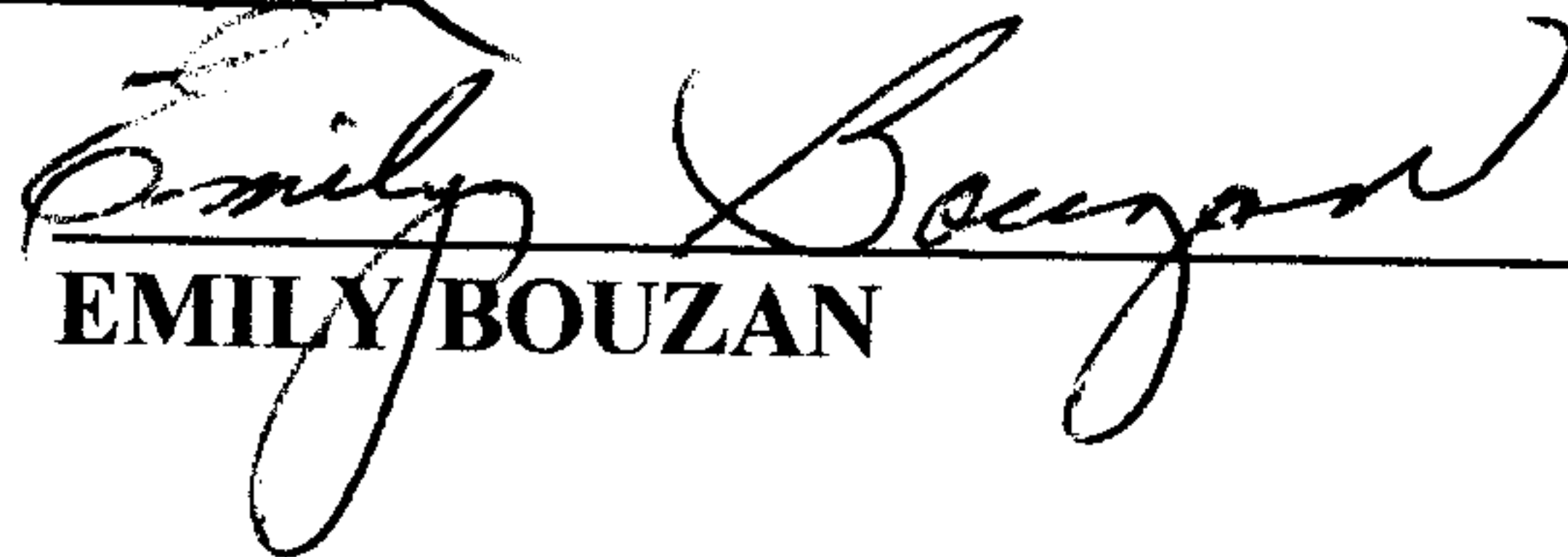
**NINTH: The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law.**

**TENTH: In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make and alter the by-laws of this corporation.**


**ELEVENTH: Any person made a party to any action, suit or proceeding by reason of the fact that he, his testator, or intestate, is or was a director, officer or employee of this corporation, or of any corporation which he served as such at the request of this corporation, shall be indemnified by the corporation against the reasonable expenses, including attorney's fees, actually and necessarily incurred by him in connection with the defense of such action, suit or proceeding, or in connection with any appeal therein, except in relation to matters as to which it shall**

be adjudged in such action, suit or proceeding that such officer, director or employee is liable for willful misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such director, officer or employee may be entitled by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal as incorporator this 6<sup>th</sup> day of December, 2012.

 (SEAL)  
EMILY BOUZAN

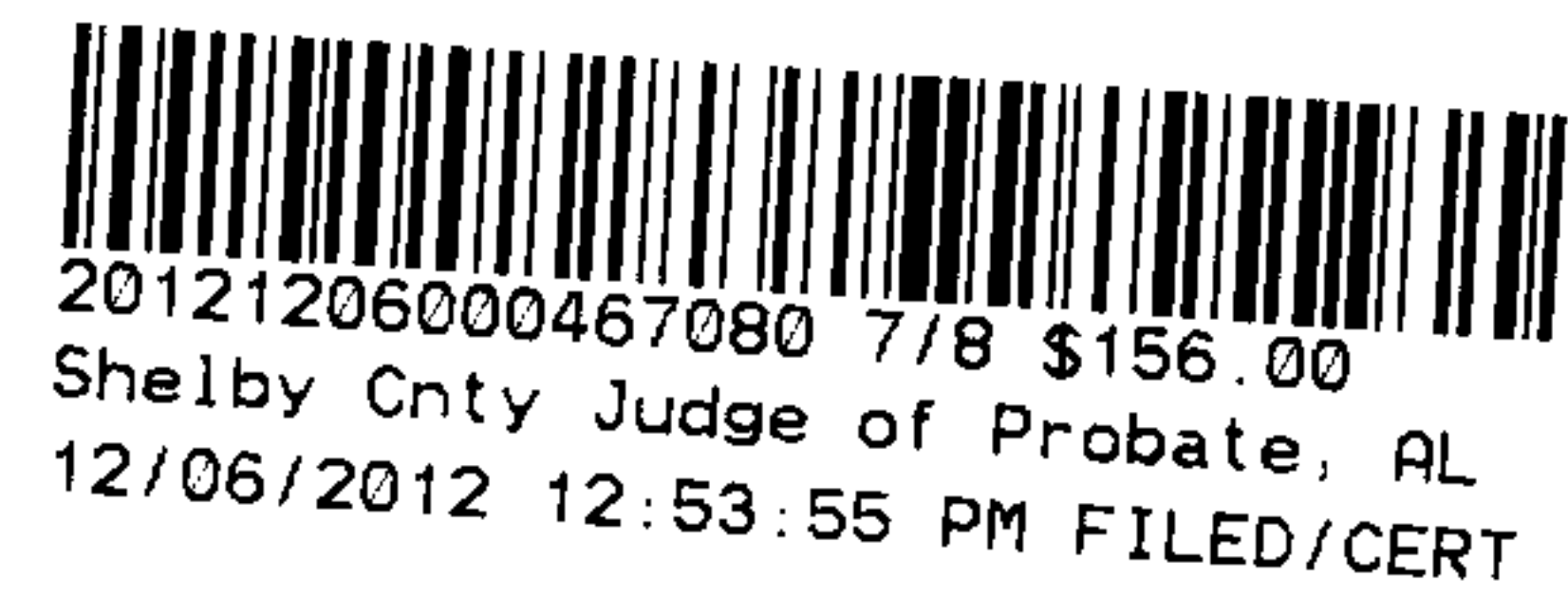
This instrument prepared by:  
A.W. BOLT  
BOLT LAW OFFICES, P.C.  
925 COVE CIRCLE  
Birmingham, AL 35244  
205-223-1075  
awb@boltlaw.com

  
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ATTACHMENT PAGE TO **CERTIFICATE OF FORMATION** OF NONPROFIT  
CORPORATION: ANGELA R. STEPHENS FOUNDATION

10. DIRECTORS: Also serving as a Director of Angela R. Stephens Foundation, is:

Bill Ringler, 2816 Ashley Wood Drive, Vestavia Hills AL 35216





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:

**Angela R. Stephens Foundation**

This domestic nonprofit corporation is proposed to be formed in Alabama and is  
for the exclusive use of A.W. Bolt, 925 cove circle, hoover, AL 35244 for a period  
of one hundred twenty days beginning December 4, 2012 and expiring April 4,  
2013.

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**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.**

December 4, 2012

Date

*Beth Chapman*

Beth Chapman

Secretary of State