

### ARTICLES OF INCORPORATION OF

## MIKE L JEZDIMIR TRANSVERSE MYELITIS FOUNDATION A NON-PROFIT CORPORATION

These Articles of Incorporation are signed and acknowledged by the incorporators for the purpose of forming a non-profit corporation under the provisions of the Alabama Non-Profit Corporation Act, as follows:

#### **ARTICLE I**

The name of the corporation is: Mike L Jezdimir Transverse Myelitis Foundation, a non-profit corporation (hereinafter the "Corporation").

#### **ARTICLE II**

The term of the corporation is unlimited and perpetual. In the event of dissolution, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation to any organization or organizations organized and operated exclusively for charitable, educational, or religious purposes as shall at the time qualify as an exempt organization or organizations under and within the meaning of § 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue law) as the Board of Directors shall determine, or to the Federal Government, or to the state or local government, for a public purpose and that any such assets not so disposed of be disposed of by a court of competent jurisdiction of the country where the principal office of the corporation is then located. Among other methods and reasons for dissolution, the Board of Directors may, by two-thirds vote, cease corporate activities and dissolve the corporation in accordance herewith.

#### ARTICLE III

Section One: The purpose or purposes of this corporation are as follows:

- (a) To operate exclusively for charitable, educational, religious or scientific purposes within the meaning of § 501 (c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code) and its Regulations;
- (b) To accept contributions in cash or in kind to provide awareness and research for Transverse Myelitis.
- (c) To enter into any kind of activity, and to make, perform and carry out contracts of any kind, in connection with, and necessary or related to, the accomplishment of the foregoing purposes of the corporation.

Section Two: The corporation shall be empowered to receive and administer funds for the aforesaid purpose or purposes and for no other purpose, and to that end, to take and hold by contract, agreement, devise, bequest, gift, purchase, lease, either absolutely or in trust, for such objects and without limitations as to the amount or value, except such limitations, if any, as may be imposed by law; to sell, convey and dispose of any such property, and to deal with such property for any of the aforementioned purposes, without limitation, except such limitation, if any, as may be contained in the instrument under which such property is received; and to exercise any, all and every power to do all lawful acts necessary or desirable to carry out its purposes consistent with the provisions of the Alabama Non-Profit Corporation Act and §501 (c) (3) of the Code, but not any other power.

Section Three: 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 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 this Article III. No substantial part of the activities of the corporation shall be the carrying on of 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 against any candidate for public office.

Section Four: Notwithstanding any of the provisions of these Articles of Incorporation, this corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under § 501 (c) (3) of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue law, or, (b) by a corporation, contributions to which are deductible under § 170 (c) (2) of the Internal Revenue Code, or any other corresponding provision of any future United States Internal Revenue law.

#### ARTICLE IV

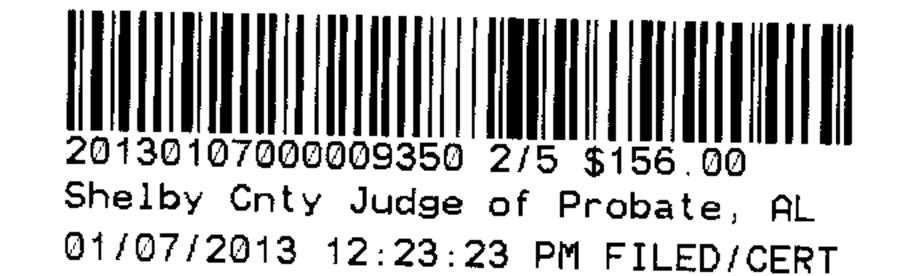
The location and mailing address of the initial registered office in Alabama is: 239 Grande View Pkwy, Maylene, Alabama 35114. The name of the initial registered agent at said address is Michael L. Jezdimir.

#### ARTICLE V

The corporation is organized on a non-stock basis. Said corporation is to be financed by contributions to it of funds and property absolutely or in trust.

#### ARTICLE VI

Membership shall consist of the board of directors of the corporation.



The management of the affairs of the corporation shall be vested in a Steering Committee and a Board of Directors, as defined by the corporation's bylaws. No officer or director shall have any right, title or interest in or to any property of the corporation.

The number of officers constituting the initial Steering Committee is five (5); their names and addresses are as follows:

Michael L. Jezdimir, 239 Grande View Pkwy, Maylene AL 35114

Von Goodwin, 1347 Chapel St, Birmingham AL 35226

Tory Minus, 4917 Reynolds Lane, Vestavia Hills, AL 35242

Amanda Jezdimir, 536 Waterford Cove Cir, Calera AL 35040

Steve Crainich, 3025 North Grandview Cove, Maylene AL 35114

The number of directors constituting the initial board of directors is eight (13, including the five officers of the Steering Committee). Members of the initial board of directors shall serve two-year terms, but are eligible for re-election, and will be duly elected and qualified, or removed as provided in the bylaws.

#### ARTICLE VII

No member, officer or director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or directors be subject to the payment of the debts or obligations of this corporation.

#### **ARTICLE VIII**

IN WITNESS THEREOF, we, the undersigne	ed have hereunto su	bscribed our names for
the purpose of forming the corporation under the law		abama and certify we
executed these Articles of Incorporation, on this the	7+4	_day of January, 2013.

Incorporator 1's Signature

Address, City, State, ZIP

Incorporator 2's Signature

Address, City, State, ZIP

239 Grande View Play Maylen Al.

1347 Chapel St. Birmingham, 14135224

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Incorporator 3's Signature  Address, City, State, ZIP	Dany Minus 4917 Reynolds Lane, Vertaria Hill, 1
Incorporator 4's Signature Address, City, State, ZIP	135242 Charles Josephine 536 Waterford Core Cir Calera AL 35040
Incorporator 5's Signature Address, City, State, ZIP	3025 NGmade View Core Maybeac Al 35114

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:

Mike L Jezdimir Transverse Myelitis Foundation

This domestic nonprofit corporation is proposed to be formed in Alabama and is for the exclusive use of Amanda N Jezdimir, 536 Waterford Cove Cir, Calera, AL 35040 for a period of one hundred twenty days beginning October 23, 2012 and expiring February 21, 2013.



613-484

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.

October 23, 2012

Date

Beth Chapman

Beth Chapman

Secretary of State



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