

ARTICLES OF INCORPORATION
OF
LONGLEAF PINE HUNTING CLUB, INC.

We, the undersigned natural persons acting as incorporators of a corporation under the Alabama Nonprofit Corporation Act, Section 10-3A-1, *et seq. Code of Alabama*, adopt the following Articles of Incorporation for such corporation:

ARTICLE I
NAME

The name of the corporation shall be LONGLEAF PINE HUNTING CLUB, INC., a nonprofit corporation (the "Association").

ARTICLE II
DEFINITIONS

- 2.1 **Association:** LONGLEAF PINE HUNTING CLUB, INC. its successors and assigns.
- 2.2 **Association Land:** Land which may at any time hereafter be leased by the Association for so long as the Association or successor thereof may be the lessee thereof.
- 2.3 **Board:** The Board of Directors of the Association.
- 2.4 **By-Laws:** The duly enacted By-Laws of the Association.
- 2.5 **Member:** Each person or entity that is or becomes a member.

ARTICLE III
PERIOD OF DURATION

The period of its duration is perpetual, unless and until hereafter lawfully dissolved.


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ARTICLE IV PURPOSE AND POWERS

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed is to provide for the leasing of property, maintenance, organization and establishment of rules and regulations for hunting and recreational use of such leased properties and for these purposes, the Association shall have the following powers:

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

(a) To estimate the amount of the annual budget and to make and collect dues and/or assessments against members.

(b) To use the proceeds of dues and/or assessments in the exercise of its powers and duties.

(c) To maintain, repair, and operate the Clubhouse located on such leased lands.

(d) To purchase insurance for the protection of the Association and its members, including fidelity bond coverage for all persons having access to the funds of the Association.

(e) To make and amend rules and regulations respecting the use of the clubhouse and said leased lands for the purposes of hunting and recreational use.

(f) To reconstruct improvements after casualty and to further improve the leased lands.

(g) To employ personnel to perform the services required for proper operation of the Clubhouse and the leased lands.

(h) To make such distributions of any profit, surplus or reserve funds of the Association to the members of the Association upon dissolution, and to do such other acts, as may be required to comply with the provisions of Section 501(c)(4) of the Federal Internal Revenue Code, as amended and applicable Revenue Rulings, and other Federal and State statutes providing for an exemption from Federal and State income taxes for non-profit organizations.

(i) To retain legal counsel and to establish bank accounts for the Association.

(j) Provide for the indemnification of its officers and board and maintain directors' and officers' liability insurance.

(k) Exercise all other powers that may be exercised in this state by legal entities of the same type as the Association.



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(1) Exercise any other powers necessary and proper for the governance and operation of the Association.

2. All funds and the title to all properties acquired by the Association and the proceeds thereof shall be paid in trust for members of the Association in accordance with the provisions of the Declaration, these Articles and the Bylaws.

ARTICLE V MEMBERSHIP

This Association shall issue no shares of stock of any kind or nature whatsoever. Each person or entity must apply and be accepted for membership. The members shall enjoy such qualifications, rights and voting rights as may be fixed in the Bylaws of the Association.

ARTICLE VI REGISTERED AGENT

The address of the initial registered office of the Association is 6919 Highway 119 S, Suite 400, Alabaster, Alabama 35007, and the name of the initial registered agent at such address is William J. Wilkens, Jr..

ARTICLE VII BOARD OF DIRECTORS

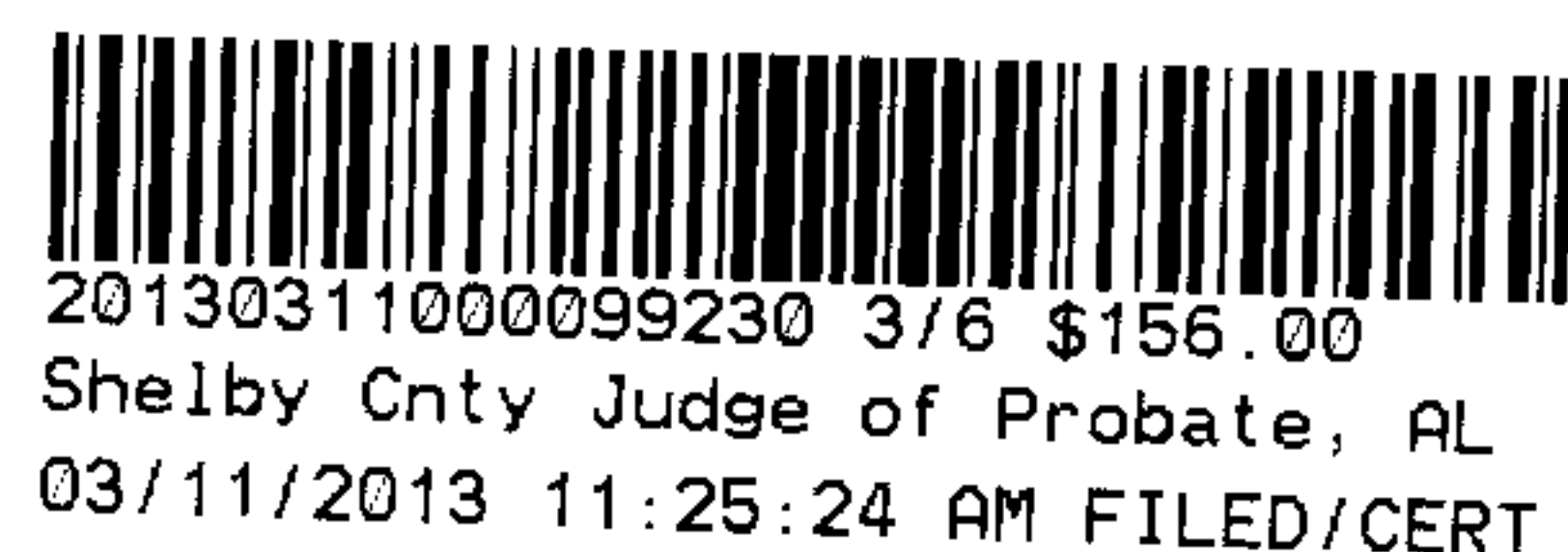
The number of Directors constituting the initial Board of Directors of the Association are five (5), and the names and addresses and term of the persons who are to serve as the initial Directors are:

Stanley McNeese
101 Top of Tree Lane
Hooover, Alabama 35244

Jason Woods
408 Fawn Drive
Chelsea, Alabama 35043

William J. Wilkens, Jr.
P.O. Box 567
Alabaster, Alabama 350007

Glenn Bates
245 Jeanie Lane
Pell City, Alabama 35128



Jason Mann
4595 Chelsea Road
Columbiana, Alabama 35051

**ARTICLE VIII
INCORPORATOR**

The name and address of the initial incorporators of the corporation are as follows:

Stanley McNeese
101 Top of Tree Lane
Hooover, Alabama 35244

Jason Woods
408 Fawn Drive
Chelsea, Alabama 35043

William J. Wilkens, Jr.
P.O. Box 567
Alabaster, Alabama 350007

**ARTICLE IX
DISSOLUTION**

The corporation is not organized for pecuniary profit and no part of its net earning shall inure to the benefit of any member, Director, or individual. The corporation shall be dissolved upon the termination of the leases for the subject hunting properties, and dissolution in the manner provided by the Laws of Alabama. Upon dissolution of the corporation, the assets of the corporation, if any, and all money received by the corporation from its operations, after the payment in full of all debts and obligations of the corporation of whatsoever kind and nature, shall be used and distributed as then allowed by law.

IN WITNESS WHEREOF, the incorporators thereto have hereunto set their hands and seals, this the 8th day of March, 2013.


INCORPORATOR


INCORPORATOR


INCORPORATOR

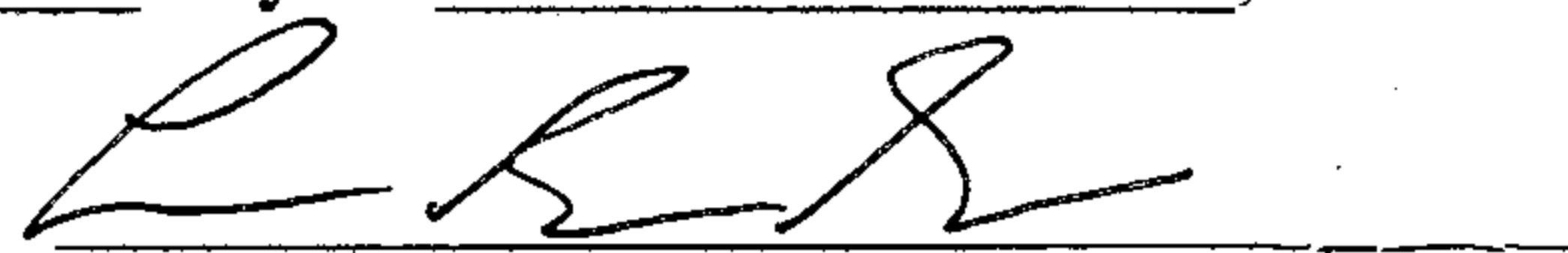


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STATE OF ALABAMA
SHELBY COUNTY

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Stanley McNeese, Jason Woods, William J. Wilkens, Jr., whose names are signed to the foregoing, and who are known to me, acknowledged before me on this day, that, being informed of the contents of the foregoing each executed the same voluntarily on the day the same bears date.

GIVEN under my hand and seal, this the 8th day of March, 2013.



Notary Public

My Commission Expires:

5-11-2013



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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:

Longleaf Pine Hunting Club 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 March 4, 2013 and expiring
July 3, 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.**

March 4, 2013

Date

Beth Chapman

622-105

Beth Chapman

Secretary of State

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