


This instrument prepared by:
Joshua A. Andrews, esq.
The Outsourced Associate, LLC
PO Box 381722
Birmingham, AL 35238


20140829000271850 1/4 \$158.00
Shelby Cnty Judge of Probate, AL
08/29/2014 10:14:33 AM FILED/CERT

ARTICLES OF INCORPORATION OF OPEN HANDS OVERFLOWING HEARTS

Pursuant to the provisions of Alabama Business and Nonprofit Entities Code, the undersigned hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation shall be "Open Hands Overflowing Hearts". ("the Corporation").

ARTICLE II DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III PURPOSE

The Corporation shall be formed for the purpose of raising awareness of childhood cancers, funding pediatric cancer research, and assisting pediatric cancer families. The Corporation may also perform any other charitable, literary, educational, or religious purpose consistent with the Bylaws of the Corporation and Section 501(c)(3) of the Internal Revenue Code or corresponding sections or any future federal tax code.

The Corporation is organized exclusively for charitable, literary, educational, and religious purposes, including the making of qualifying distributions for exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding sections or any future federal tax code.

ARTICLE IV ONLY EXEMPT ACTIVITIES

No part of the net earnings of the Corporation shall inure to the benefit, or be distributable to its members, trustees, officers, or other private persons except that the Corporation shall have the power to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III of these Articles of Incorporation.

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 any candidate for public office.

Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal taxation under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or corresponding section of any future federal tax code.

ARTICLE V DISSOLUTION

In the event of dissolution of the Corporation, the assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

ARTICLE VI LOCATION OF REGISTERED OFFICE AND NAME OF REGISTERED AGENT

The initial registered office of the Corporation shall be 1808 Morning Sun Circle Birmingham, AL 35242 and the name of the initial registered agent at such address shall be The Outsourced Associate, LLC. The mailing address for the registered agent shall be Post Office Box 381722 Birmingham, Alabama 35238. The Corporation may change its registered office or change its registered agent, or both, in the manner prescribed by the laws of this State, but without an amendment to these Articles of Incorporation.

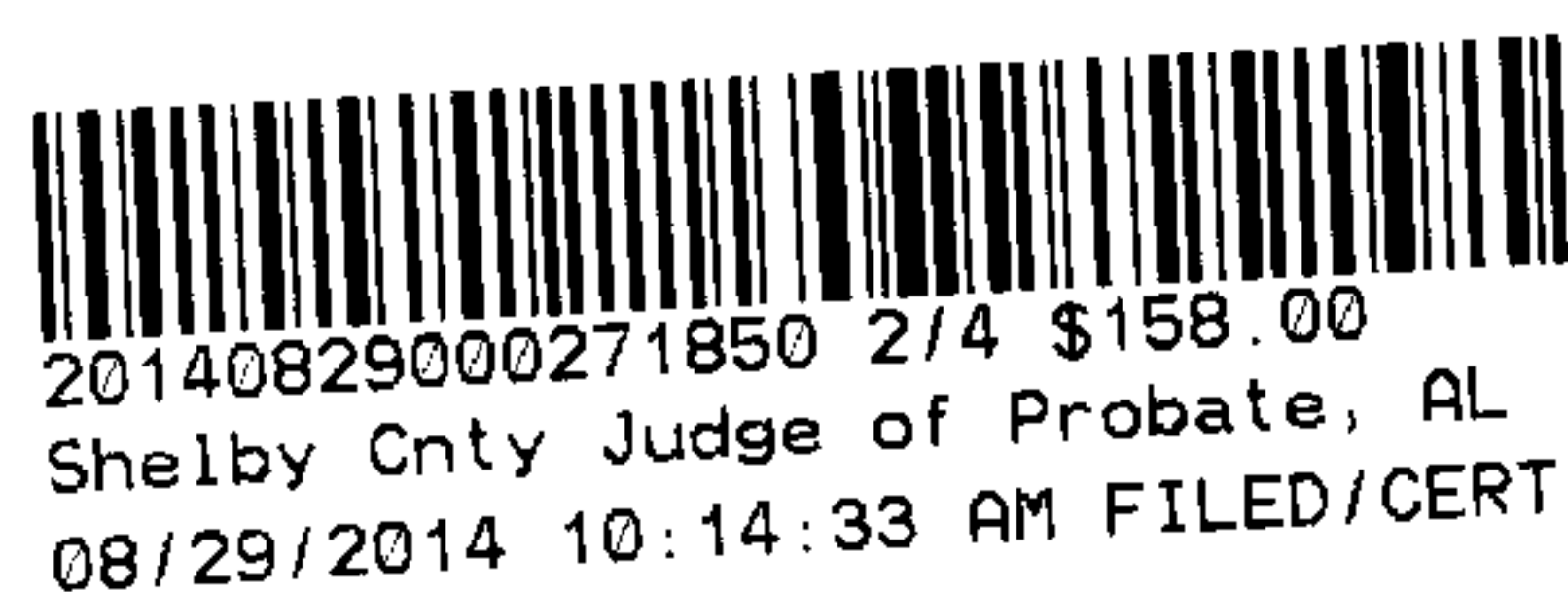
ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

<u>Name</u>	<u>Address</u>
Kayla Perry	2216 Marion Street Birmingham, AL 35226

ARTICLE VIII BOARD OF DIRECTORS

The business and affairs of the Corporation shall be managed by a Board of Directors. The number of Directors, their terms of office, and qualification shall be fixed by the Bylaws of the Corporation, provided that the number of directors shall consist of no less than three (3). The initial Board of Directors who shall serve as directors until such time as a board is elected in accordance with the Bylaws of the Corporation is as follows:



<u>Name</u>	<u>Address</u>
Kayla Perry	2216 Marion Street Birmingham, AL 35226
Christen Perry	2216 Marion Street Birmingham, AL 35226
Robert Perry	2216 Marion Street Birmingham, AL 35226

ARTICLE IX OFFICERS

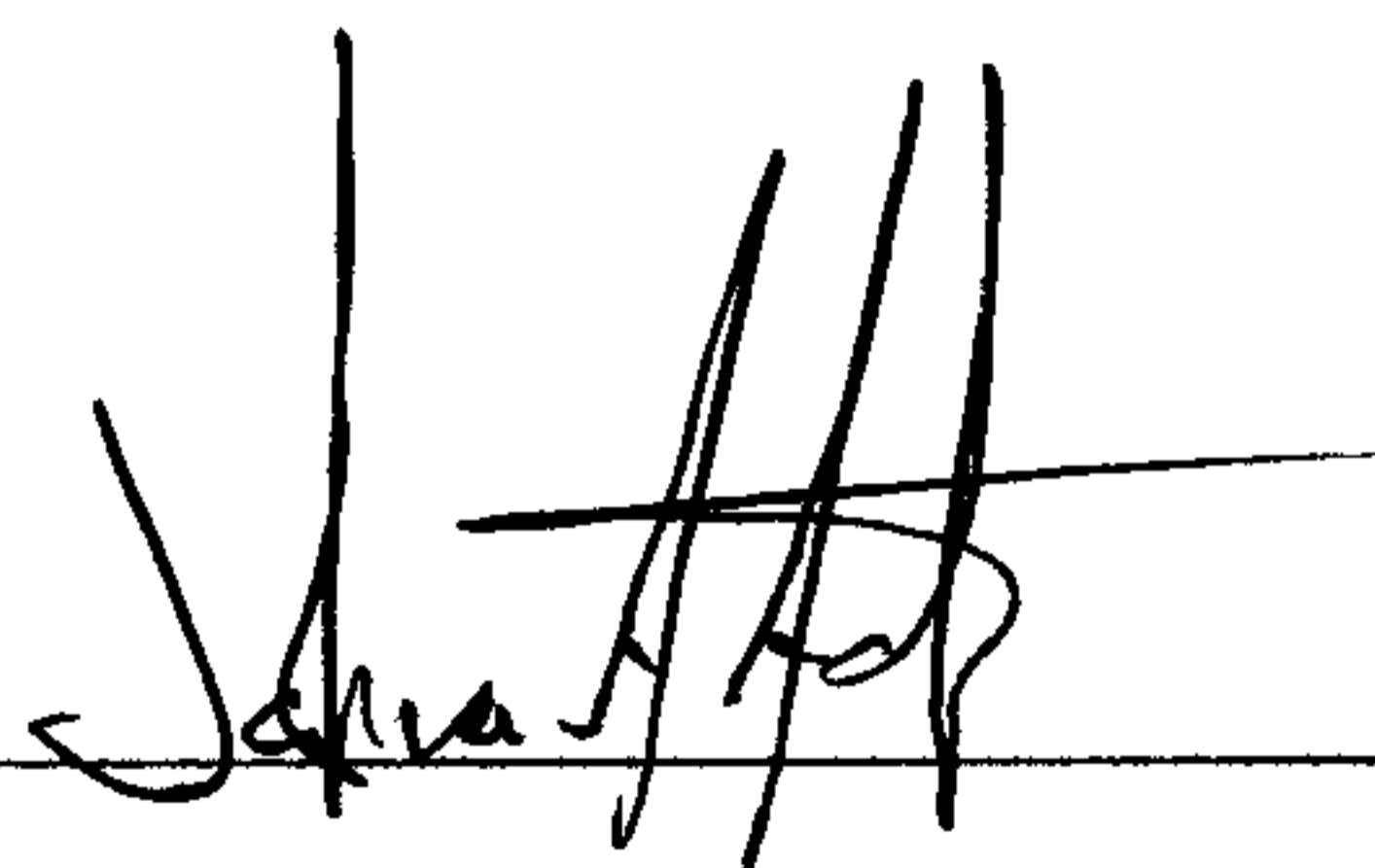
The officers of the Corporation shall include a President, Secretary, and Treasurer or such other officers as may be required by law or as the Board of Directors may from time to time determine are necessary. Any one person may serve in more than one office, where not otherwise prohibited by law.

The officers of the Corporation need not be members of the Board of Directors, unless otherwise provided by the Bylaws of the Corporation.

ARTICLE X BYLAWS

The Board of Directors shall have the power to make Bylaws for the regulation and government of the Corporation, its agent, servants, officers, and for all other purposes consistent with the laws of the State of Alabama. The Bylaws of the Corporation shall fix the dates on which the Board of Directors' annual meetings shall be held, the number of Directors and their terms of office, and the terms of office of the officers, and the powers and duties of the officers.

The undersigned, being the organizer acting as an agent of the Incorporator of the Corporation, executes these articles of organization on August 21, 2014.



Joshua A. Andrews



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Jim Bennett
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

**I, Jim Bennett, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

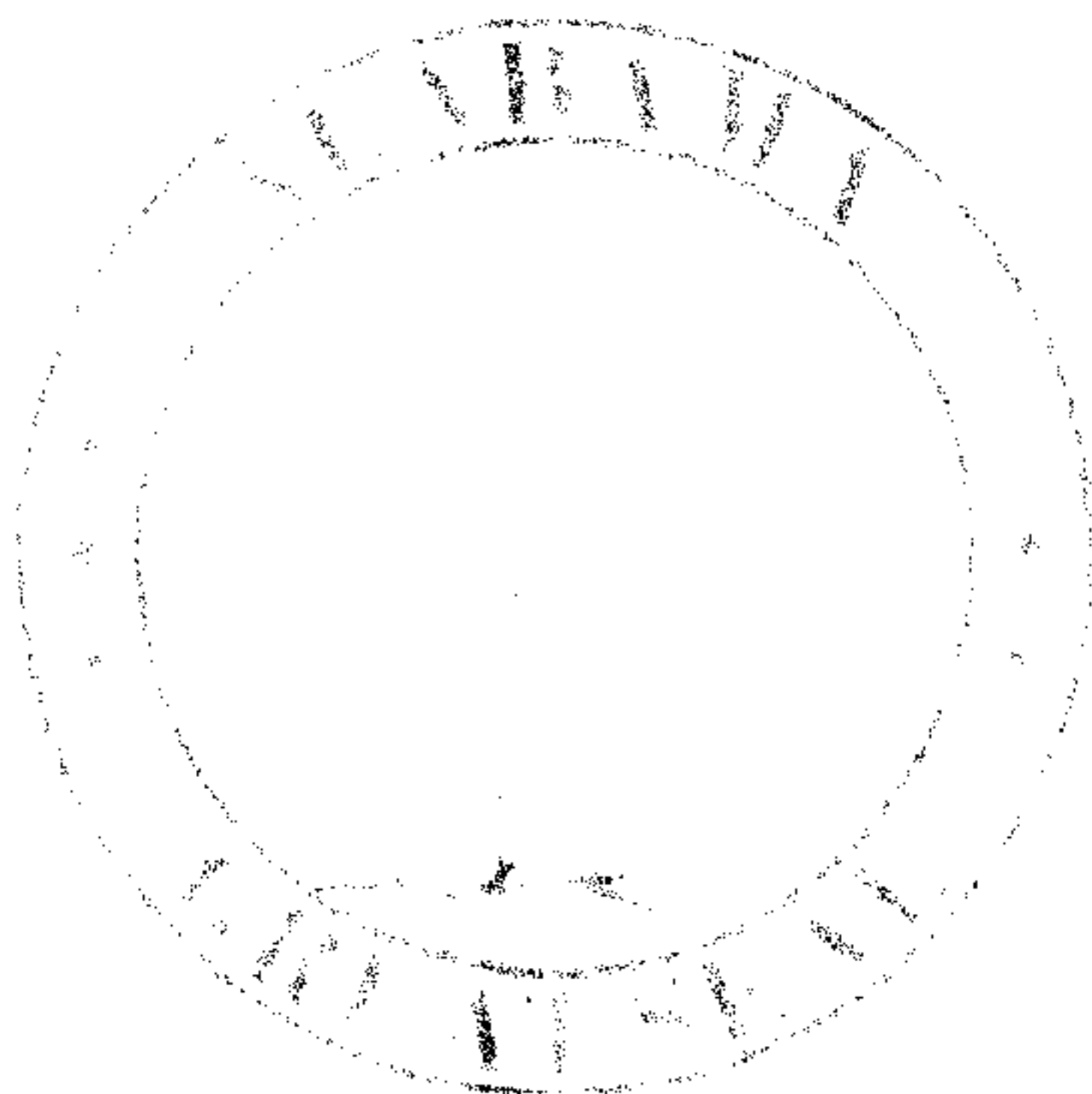
pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama
1975, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

Open Hands Overflowing Hearts

This name reservation is for the exclusive use of The Outsourced Associate, LLC,
Post Office Box 381722, Birmingham, AL 35238 for a period of one year
beginning August 21, 2014 and expiring August 21, 2015



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RES666091

**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.**

August 21, 2014

Date

Jim Bennett

Secretary of State