

STATE OF ALABAMA

DOMESTIC NONPROFIT CORPORATION  
CERTIFICATE OF FORMATION

PURPOSE: In order to form a Nonprofit Corporation under Section 10A-1-3.05 and 10A-3-3.02 of the Code of Alabama 1975 this Certificate Of Formation and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the corporation's initial registered office is located. **The information required in this form is required by Title 10A.**

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fees to the Office of the Judge of Probate in the county where the corporation's registered office is/will be located. Contact the Judge of Probate's Office to determine the county filing fees. **Make a separate check or money order payable to the Secretary of State for the state filing fee of \$100.00** and the Judge of Probate's Office will transmit the fee along with a certified copy of the Certificate to the Office of the Secretary of State within 10 days after the Certificate is issued. Once the Secretary of State's Office has indexed the filing the information will appear at [www.sos.alabama.gov](http://www.sos.alabama.gov) under the Government Records tab and the Business Entity Records link – you may search by entity name. Your notification of filing was provided by the Probate Judge's Office via a stamped copy and the Secretary of State's Office does not send out a copy. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment (see attached). Your corporation will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.



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Shelby Cnty Judge of Probate, AL  
11/24/2014 10:55:30 AM FILED/CERT

(For County Probate Office Use Only)

**This form must be typed or laser printed.**

1. The name of the corporation: Birmingham Sub-3 Marathon
2. **A copy of the Name Reservation certificate from the Office of the Secretary of State must be attached.**
3. This nonprofit corporation (MUST check one):  
☒ has Members or ☐ has no Members

(For SOS Office Use Only)

This form was prepared by: (type name and full address)

Erica Braswell, 5642 Double Oak Ln, Birmingham, AL 35242

**DOMESTIC NONPROFIT CORPORATION CERTIFICATE OF FORMATION**

4. Street (**No PO Boxes**) address of principal office of the corporation: 5642 Double Oak Lane,  
Birmingham, AL 35242

Mailing address of principal office (if different from street address): \_\_\_\_\_  
\_\_\_\_\_

5. The name of the Registered Agent: Erica Braswell

6. Street (**No PO Boxes**) address of Registered Agent (if different from principal office address):  
5642 Double Oak Lane, Birmingham, AL 35242

Mailing address of Registered Agent (if different from street address): \_\_\_\_\_  
\_\_\_\_\_

7. Purpose for which corporation is formed: See 7. in Attachment

\_\_\_\_\_ ; the  
purpose includes the transaction of any lawful business for which nonprofit corporations may be  
incorporated in Alabama under Title 10A, Chapter 3 of the Code of Alabama.

8. Period of duration shall be perpetual unless stated otherwise by an attached exhibit.

9. The name(s) of the Incorporator(s): Erica Braswell

Street (**No PO Boxes**) address of Incorporator(s): 5642 Double Oak Lane, Birmingham, AL 35242

\_\_\_\_\_ Mailing address of Incorporator(s) – (if  
different from street address): \_\_\_\_\_

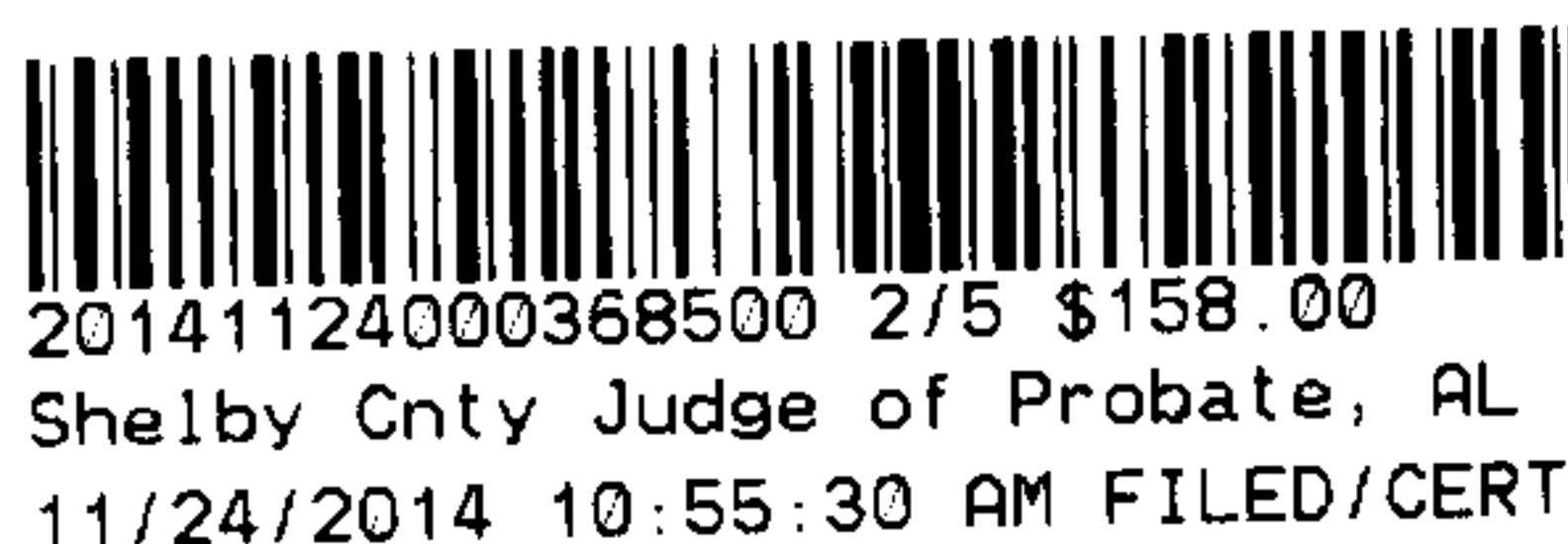
**Attach a listing if more Incorporators need to be added (type “see attached” in the name line).**

10. The number of Directors constituting the initial Board of Directors is 3. The initial Directors names  
and addresses must be listed in this Certificate of Formation.

Director's Name: Eric Langley

Street (**No PO Boxes**) address of Director: 416 Windsor Drive, Homewood, AL 35209

\_\_\_\_\_ Mailing address of Director(s) - (if different  
from street address): \_\_\_\_\_



**DOMESTIC NONPROFIT CORPORATION CERTIFICATE OF FORMATION**

Director's Name: Kirk Mueller

Street (**No PO Boxes**) address of Director: 3141 Woodbridge Drive, Birmingham, AL 35242

Mailing address of Director(s) - (if different from street address):

Director's Name: Erica Braswell

Street (**No PO Boxes**) address of Director: 5642 Double Oak Lane, Birmingham, AL 35242

Mailing address of Director(s) - (if different from street address):

**Attach listing if more Directors need to be added (type "see attached" in the name line for the first Director on this form).**

11. Unless an attachment to this Certificate of Formation provides that a change in the number of directors shall be made only by amendment to the Certificate of Formation, a change in the number of directors made by amendment to the bylaws shall be controlling. In all other cases, whenever a provision of the Certificate of Formation is inconsistent with a bylaw, the provision of the Certificate of Formation shall be controlling.


- ☒ Attached are any other provisions that are not inconsistent with law relating to organization, ownership, governance, business, or regulation of the internal affairs of the nonprofit corporation, including any provisions for distribution of assets on dissolution or final liquidation.

11 / 20 / 2014  
Date (MM/DD/YYYY)

*Erica L Braswell*  
Signature as required by 10A-1-3.04

Erica L Braswell  
Typed Name of Above Signature

Director  
Typed Title/Capacity to Sign under 10A-1-3.04

  
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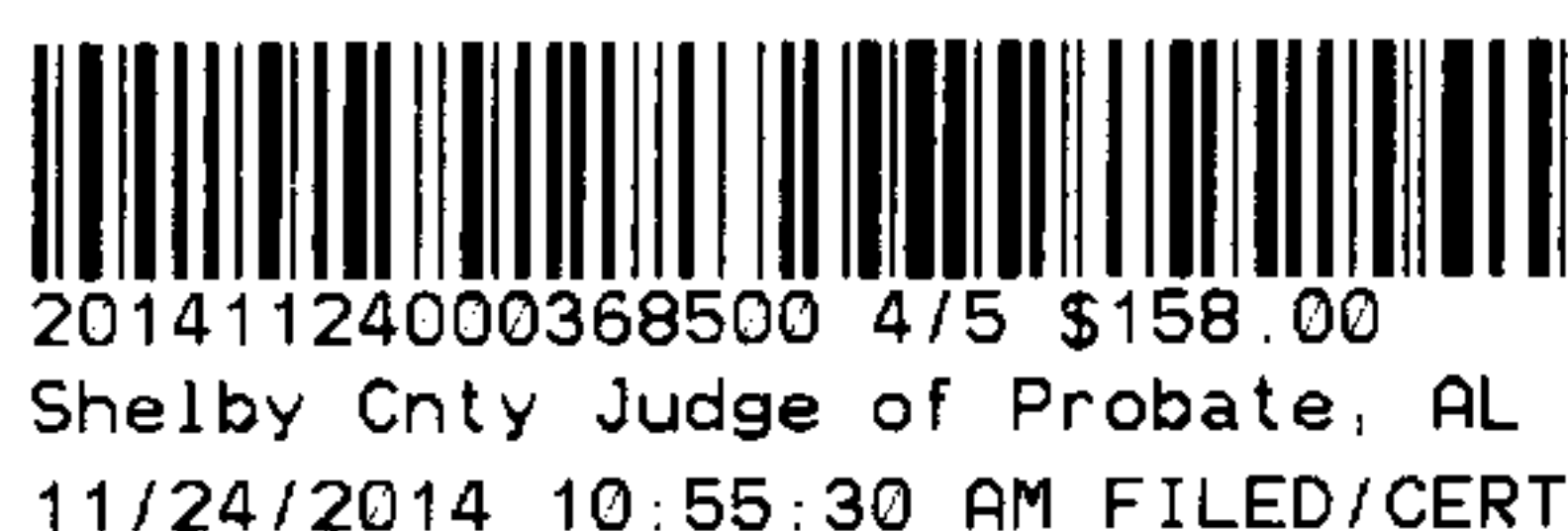


Attachments to Certificate of Formation for Birmingham Sub-3 Marathon

7. Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code;

12. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 Paragraph 7 hereof. 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 in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

13. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.



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**

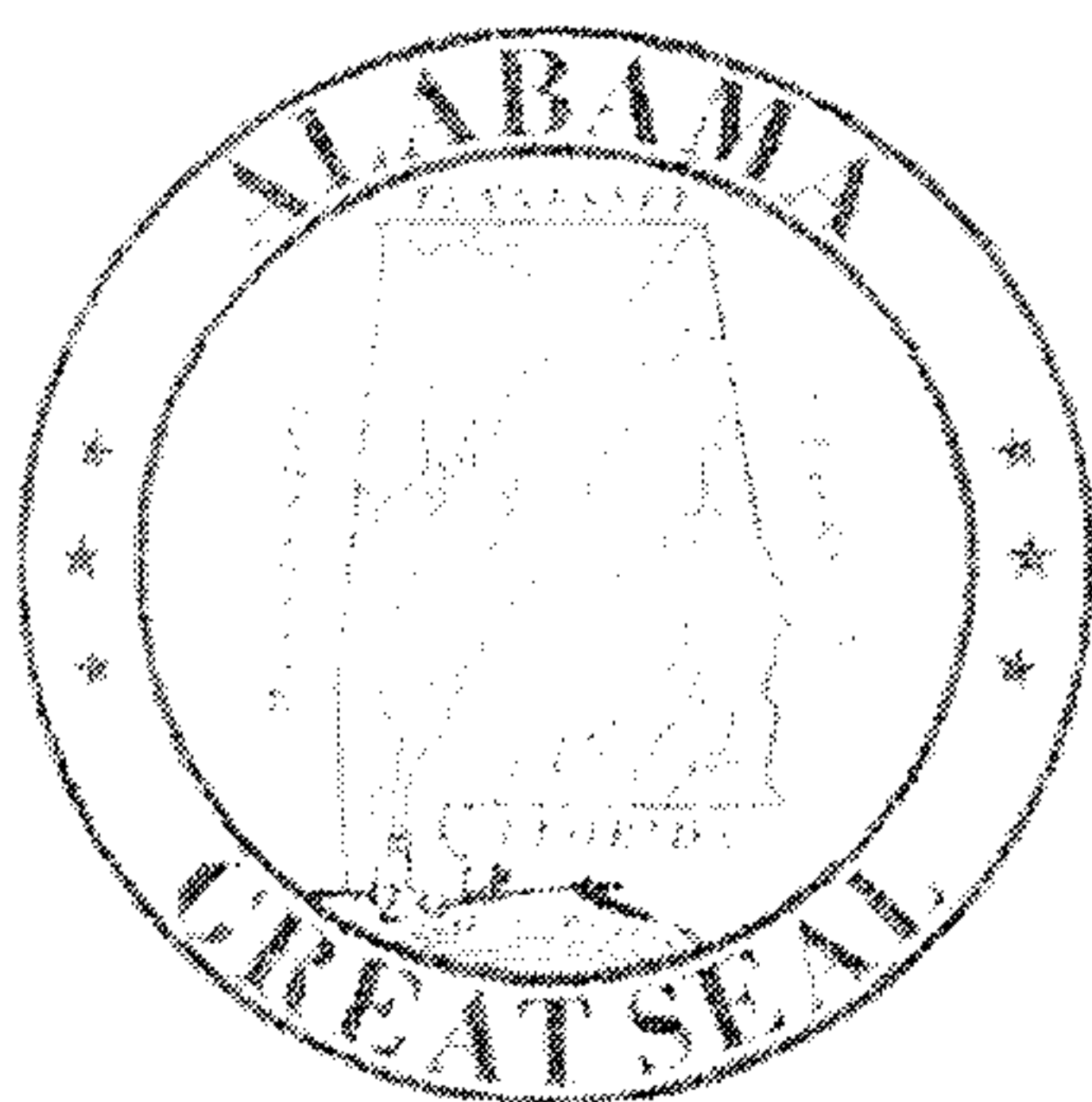
pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama  
1975, and upon an examination of the entity records on file in this office, the  
following entity name is reserved as available:

**Birmingham Sub-3 Marathon**

This name reservation is for the exclusive use of Erica Braswell, 5642 Double Oak  
Lane, Birmingham, AL 35242 for a period of one year beginning November 16,  
2014 and expiring November 16, 2015



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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.**

November 16, 2014

Date

RES673415

**Jim Bennett**

**Secretary of State**