

# **CLERGY SISTERS OUTREACH MINISTRY**

An Alabama Non-profit Public Benefit Corporation

## **ARTICLES OF INCORPORATION**

### ARTICLE I

#### **NAME**

##### **1.01 Name**

The name of this corporation shall be **(Clergy Sisters Outreach Ministry)**. The business of the corporation may be conducted as **(Clergy Sisters Outreach Ministry or Clergy Sisters Outreach)**.

### ARTICLE II

#### **DURATION**

##### **2.1 Duration**

The period of duration of the corporation is perpetual.

### ARTICLE III

#### **PURPOSE**

##### **3.01 Purpose**

**(Clergy Sisters Outreach Ministry)** is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. **(Clergy Sisters Outreach Ministry)**'s purpose is to educate and minister to women ministers so that they can reach out to educate and minister to all women.

We provide education by giving free lectures in churches and public venues as well as utilizing social media channels and the corporation's website to provide training, facts, statistics, bible scriptures, and other related data on causes, current efforts and solutions to eradicating domestic violence, substance abuse, self-esteem issues, and other negative situations in the lives of women regardless of their race, ethnicity, or religion.

To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations which fall under the 501(c)(3) section of the Internal Revenue Code and are operated exclusively for educational and charitable purposes.


At times, per the discretion of the board of directors, we may provide internship or volunteer opportunities which will provide opportunities for involvement in said activities and programs in order to have a greater impact for change.

### **3.02 Public Benefit**

**(Clergy Sisters Outreach Ministry)** is designated as a public benefit corporation.

## **ARTICLE IV**

### **NON-PROFIT NATURE**

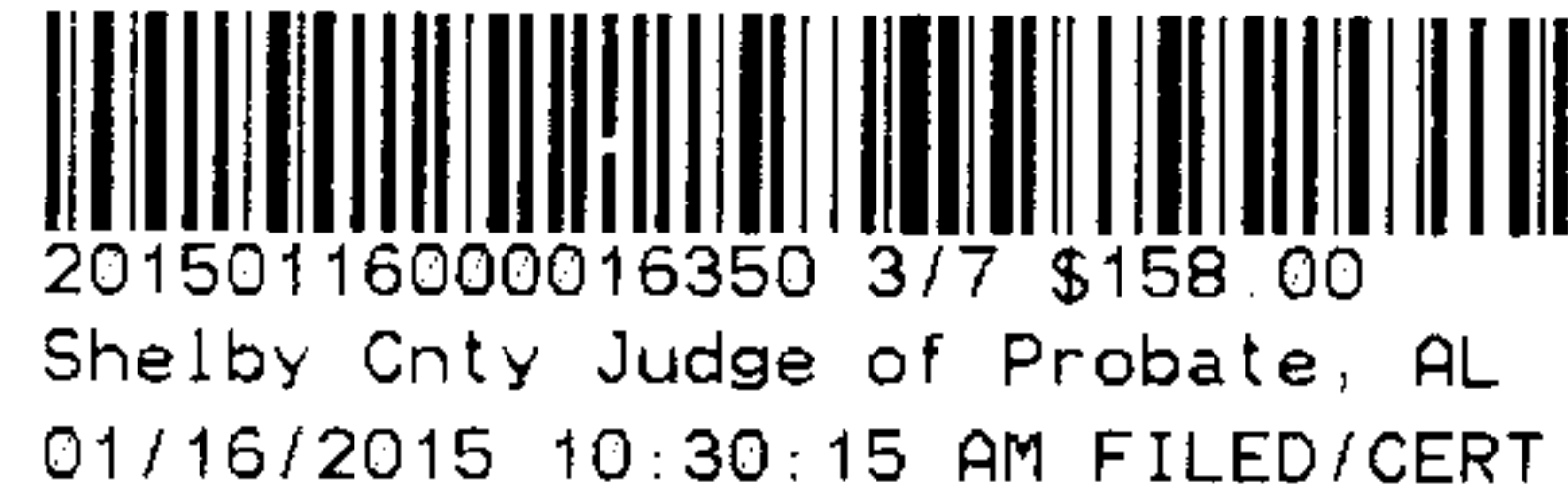


20150116000016350 2/7 \$158.00  
Shelby Cnty Judge of Probate, AL  
01/16/2015 10:30:15 AM FILED/CERT

**(Clergy Sisters Outreach Ministry)** is organized exclusively for charitable and educational 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 corresponding section of any future federal tax code. No part of the net earnings of **(Clergy Sisters Outreach Ministry)** 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Service Code, corresponding section of any future federal tax code, or (b) by an organization, contributing to which are deductible under section 170 (c) (2) of the Internal Revenue Service Code, or corresponding section of any future federal tax code.

**(Clergy Sisters Outreach Ministry)** is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit, or be distributed to any individual. The corporation may; however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these articles.



#### 4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of **(Clergy Sisters Outreach Ministry)** of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

#### 4.03 Dissolution

Upon termination or dissolution of the **(Clergy Sisters Outreach Ministry)**, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501 (c) (3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the **(Clergy Sisters Outreach Ministry)** hereunder shall be selected by the discretion of a majority of the managing body of **the (Clergy Sisters Outreach Ministry)** and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against **the (Clergy Sisters Outreach Ministry)** by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Alabama.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Alabama to be added to the general fund.

#### 4.04 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise shall be inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 Article III, Section 3.01.

#### 4.05 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.



20150116000016350 4/7 \$158.00  
Shelby Cnty Judge of Probate, AL  
01/16/2015 10:30:15 AM FILED/CERT

#### **4.06 Prohibited Activities**

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to corresponding section of any future federal tax code.

### **ARTICLE V**

#### **BOARD OF DIRECTORS**

##### **5.01 Governance**

**(Clergy Sisters Outreach Ministry)** shall be governed by its board of directors.

##### **5.02 Initial Directors**

The initial directors of the corporation shall be (Hattie Holman, Christine Mitchell, Michell Delbridge, and Eva Goldsmith).

### **ARTICLE VI**

#### **MEMBERSHIP**

##### **6.01 Membership**

**(Clergy Sisters Outreach Ministry)** shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

### **ARTICLE VII**

#### **AMENDMENTS**

##### **7.01 Amendments**

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE VIII

**ADDRESSES OF THE CORPORATION**

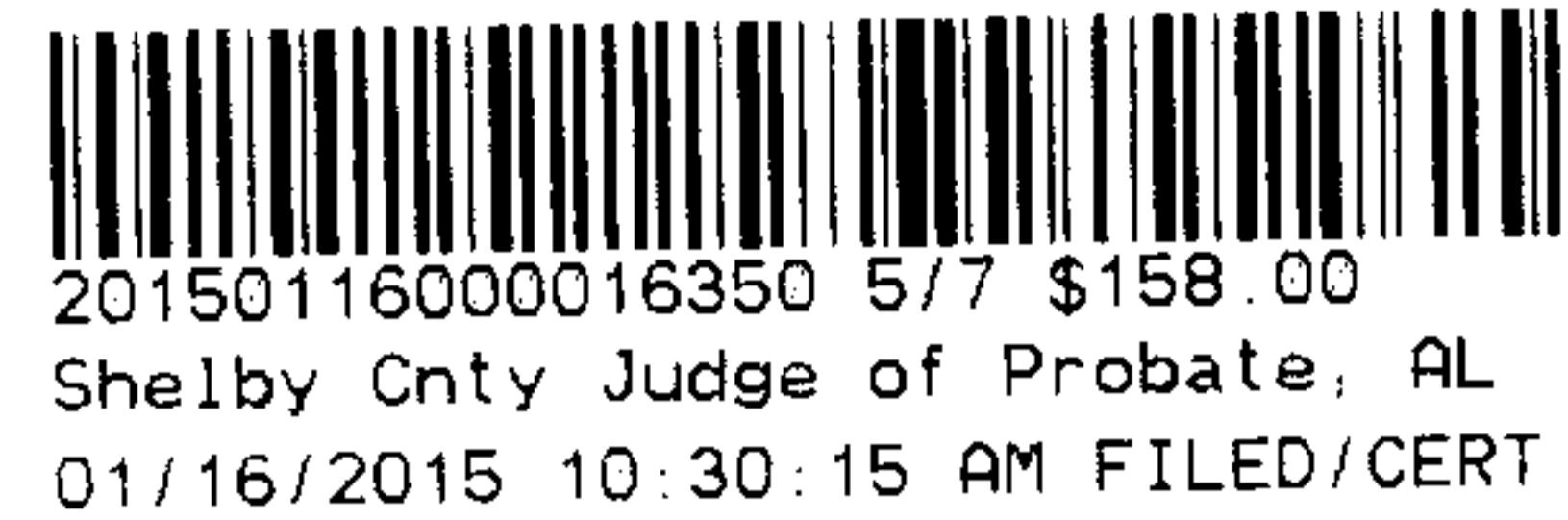
**8.01 Corporation Address**

**The Physical address of the corporation is:**

**(411 Grande View Trace  
Maylene, Alabama 35114)**

**The mailing address of the corporation is:**

**(P. O. Box 92, Montevallo, AL 35115)**



**9.01 Registered Agent**

The registered agent of the corporation shall be:

(Dr. Hattie J. Holman  
411 Grande View Trace  
Maylene, AL 35114)

ARTICLE X

**INCORPORATOR**

**The incorporators of the corporation are as follow:**

Hattie J. Holman  
411 Grande View Trace  
Maylene, Alabama 35114

Christine Mitchell  
P. O. Box 526  
Montevallo, Alabama 35115

Michell Delbridge  
191 Slab Hill Road  
Calera, Alabama 35040

Eva Goldsmith  
P. O. Box 186  
Montevallo, Alabama 35115

**Certificate Of Adoption Of Articles Of Incorporation**

We the undersigned, do hereby certify that the above stated Articles of Incorporation of (**Clergy Sisters Outreach Ministry**) were approved by the board of directors on (December 3, 2014) and constitute a copy of Articles of Incorporation of the (**Clergy Sisters Outreach Ministry**).

Dr. Hattie J. Holman  
411 Grande View Trace  
Maylene, Alabama 35114

Hattie J. Holman

Christine Mitchell  
P. O. Box 526  
Montevallo, Alabama 35115

Christine G. Mitchell

Michell Delbridge  
191 Slab Hill Road  
Calera, Alabama 35040

Michell Delbridge

Eva Goldsmith  
P. O. Box 186  
Montevallo, Alabama 35115

Eva Goldsmith

**Acknowledgement of consent to appointment as registered agent**

I, Hattie J. Holman, agree to be the registered agent for (Clergy Sisters Outreach Ministry) as appointed herein.

Registered Agent

Hattie J. Holman

Date:

1-12-2015



20150116000016350 6/7 \$158.00  
Shelby Cnty Judge of Probate, AL  
01/16/2015 10:30:15 AM FILED/CERT

Jim Bennett  
Secretary of State

20150116000016350 7/7 \$158.00  
Shelby Cnty Judge of Probate, AL  
01/16/2015 10:30:15 AM FILED/CERT

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:

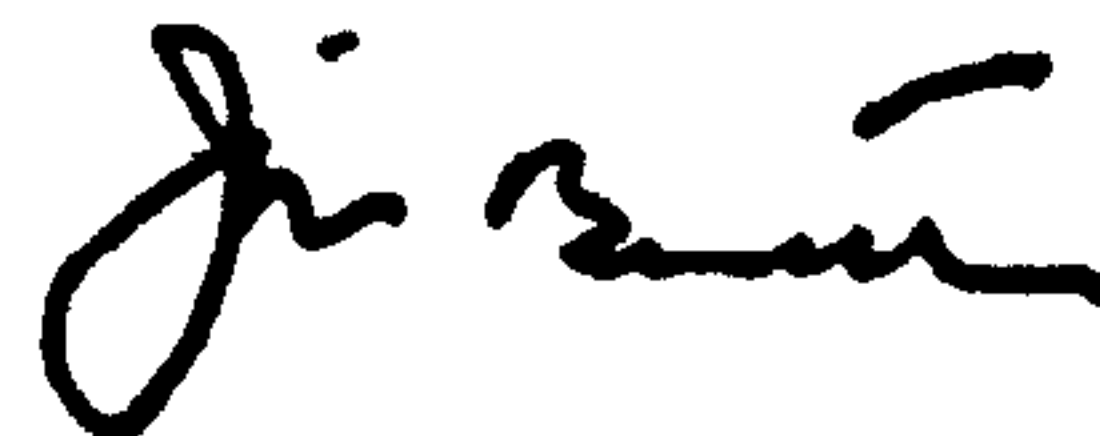
**Clergy Sisters Outreach Ministry**

This name reservation is for the exclusive use of Hattie J. Holman, 411 Grande View Trace, Maylene, AL 35114 for a period of one year beginning November 25, 2014 and expiring November 25, 2015

**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 25, 2014

Date



RES674161

**Jim Bennett**

**Secretary of State**