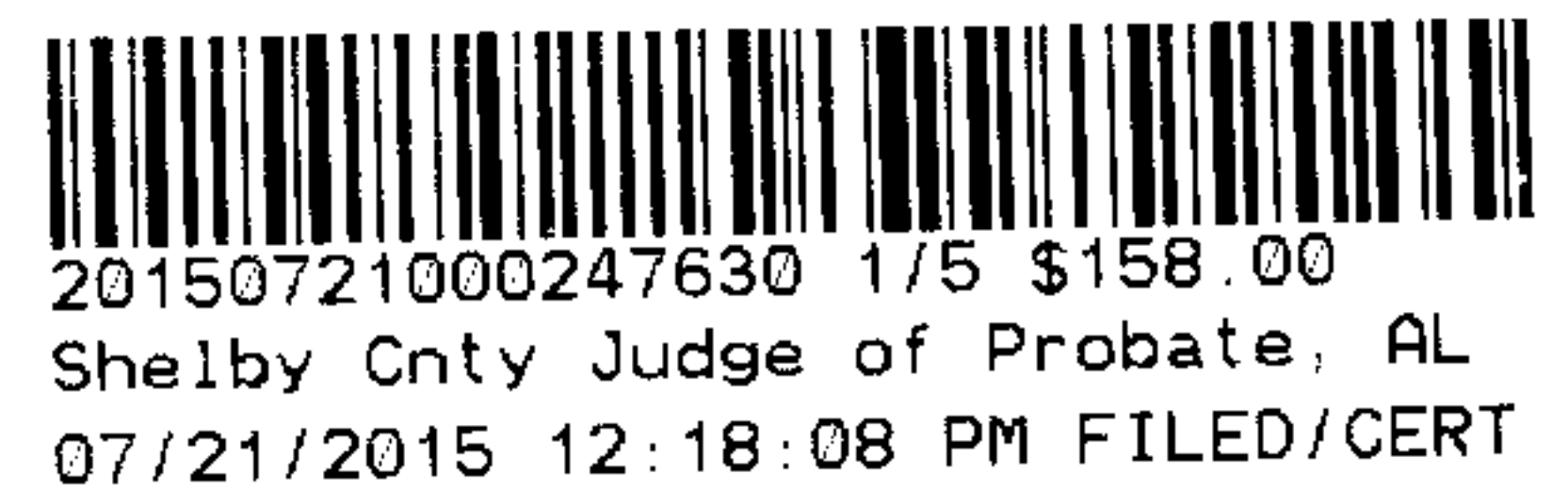


ARTICLES OF INCORPORATION

OF

SHOAL CREEK PARK FOUNDATION,

AN ALABAMA NONPROFIT CORPORATION



The undersigned, whether one or more, for the purpose of forming a nonprofit corporation under the Alabama Nonprofit Corporation Law, hereby adopts the following:

ARTICLE ONE

NAME

The name of this nonprofit corporation (hereinafter "the Foundation") is Shoal Creek Park Foundation.

ARTICLE TWO

PURPOSES

The purposes for which the Foundation is organized are exclusively charitable, educational, civic, cultural, and historical: to solicit and receive tax deductible contributions to be expended to support activities and capital purchases in support of the improvement, maintenance and operation of Shoal Creek Park in the City of Montevallo, Alabama and to support other activities and capital purchases related to the park or park trail. Solely for the above purposes, the Foundation is empowered to engage in any lawful activities related to the stated purposes and in performing or engaging in those activities to exercise all rights and powers conferred upon nonprofit corporations under the Alabama Nonprofit Corporation Law, including, but without limitation, the right or power to receive gifts, devises, bequests, grants, donations, and contributions in any form, and to use, expend, apply, invest and reinvest the principal and/or income therefrom.

ARTICLE THREE

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Foundation is:

541 Main St., Montevallo, Alabama 35115

The initial registered agent at that address is:

Hollie C. Cost, Mayor

The mailing address of the initial registered office of the Foundation is:

541 Main St., Montevallo, Alabama 35115

ARTICLE FOUR

NO MEMBERS

The Foundation is to have no members.

ARTICLE FIVE

DIRECTORS

The number of directors constituting the initial Board of Directors shall be the same number as the number of persons listed in this Article Five. The names and addresses of the persons constituting the initial Board of Directors and who are to serve as directors until their successors are elected and qualify as provided in the bylaws are as follows:

Herman Lehman
8 Overhill Rd
Montevallo, AL 35115

Denise A. Woodham
2148 Spring Creek Rd.
Montevallo, AL 35115

Hollie C. Cost
510 Pineview Rd.
Montevallo, AL 35115

ARTICLE SIX

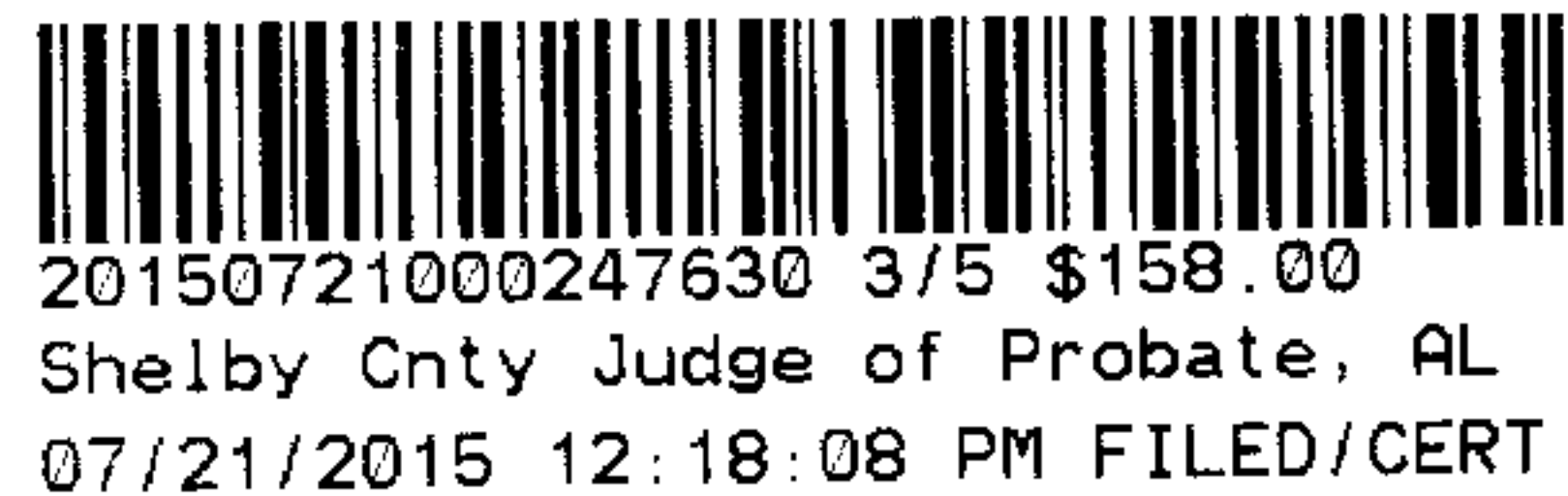
INCORPORATOR

The name and address of the incorporator of the Foundation are:

Herman Lehman
8 Overhill Rd
Montevallo, AL 35115

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Denise A. Woodham
2148 Spring Creek Rd.
Montevallo, AL 35115



Hollie C. Cost
510 Pineview Rd.
Montevallo, AL 35115

ARTICLE SEVEN

TAX EXEMPTION PROVISIONS


No part of the net earnings of the Foundation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the Foundation 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 Two hereof. No substantial part of the activities of the Foundation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Foundation 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 Foundation 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.

ARTICLE EIGHT

DISTRIBUTION UPON DISSOLUTION

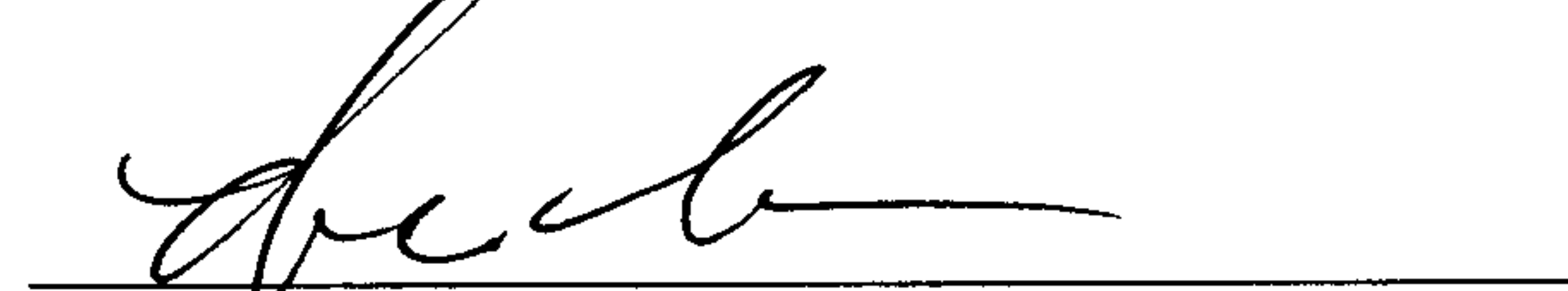
Upon the dissolution of the Foundation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local 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 Foundation 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.


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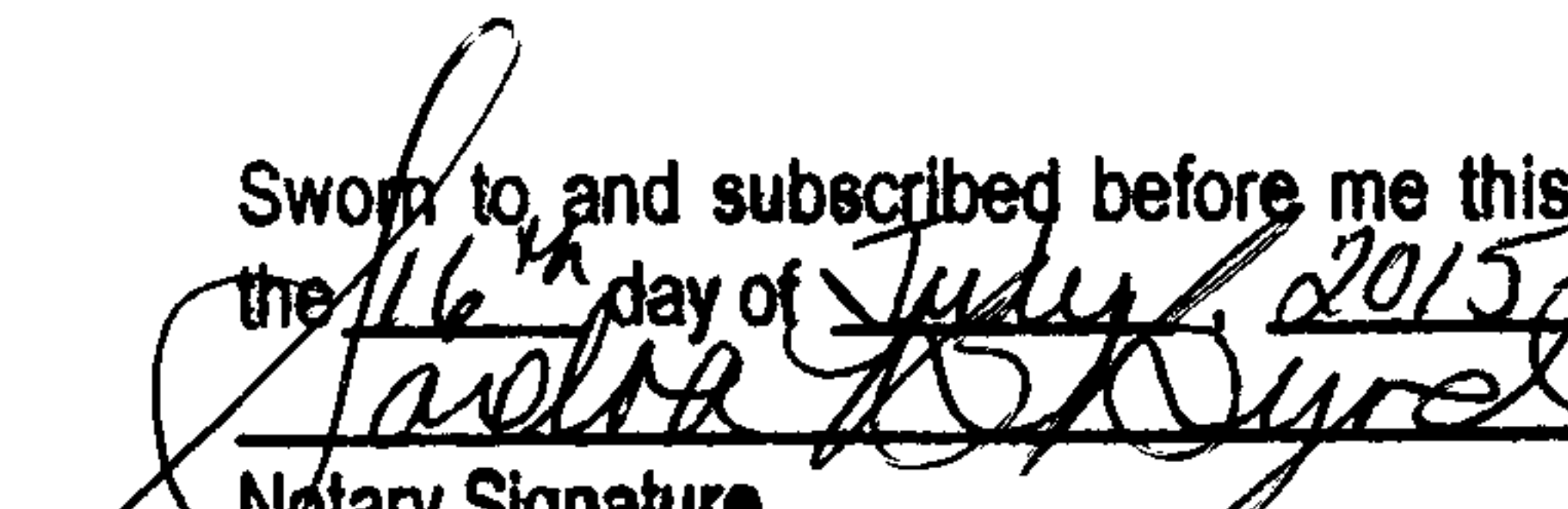

20150721000247630 4/5 \$158.00
Shelby Cnty Judge of Probate, AL
07/21/2015 12:18:08 PM FILED/CERT

Executed by the undersigned this 16th day of July, 2015.

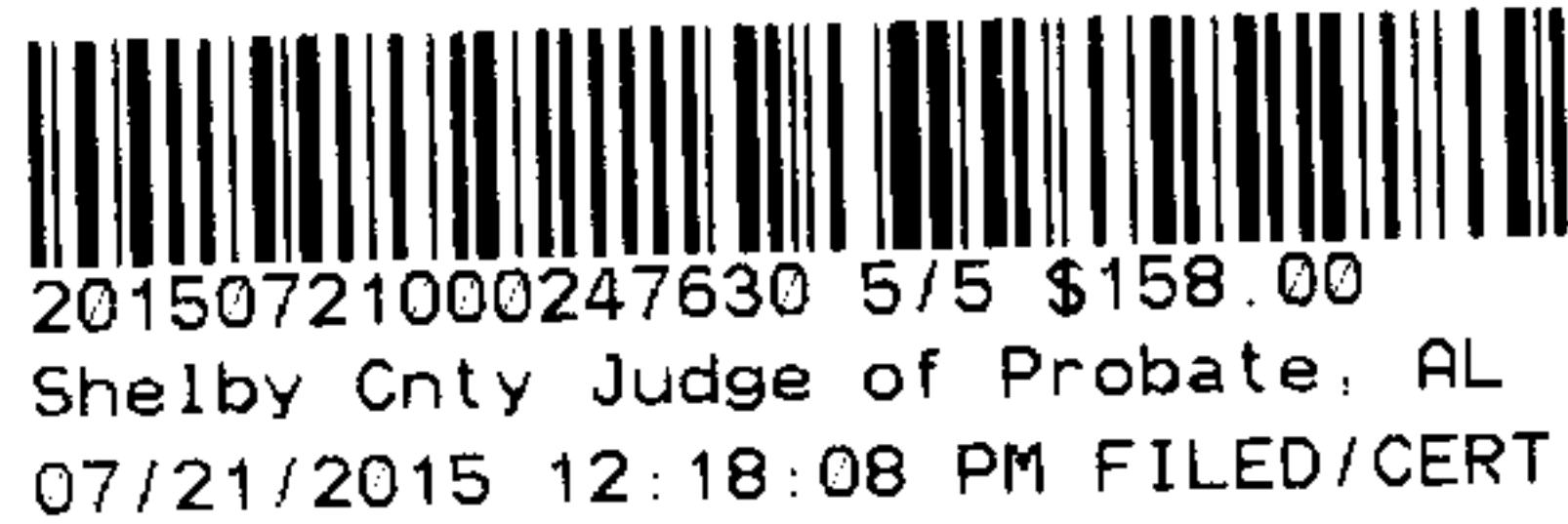

Hollie C. Cost


Herman Lehman


Denise A. Woodham

Sworn to and subscribed before me this
the 16th day of July, 2015

Notary Signature
My Commission Expires MY COMMISSION EXPIRES 8/26/2017

John H. Merrill
Secretary of State



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

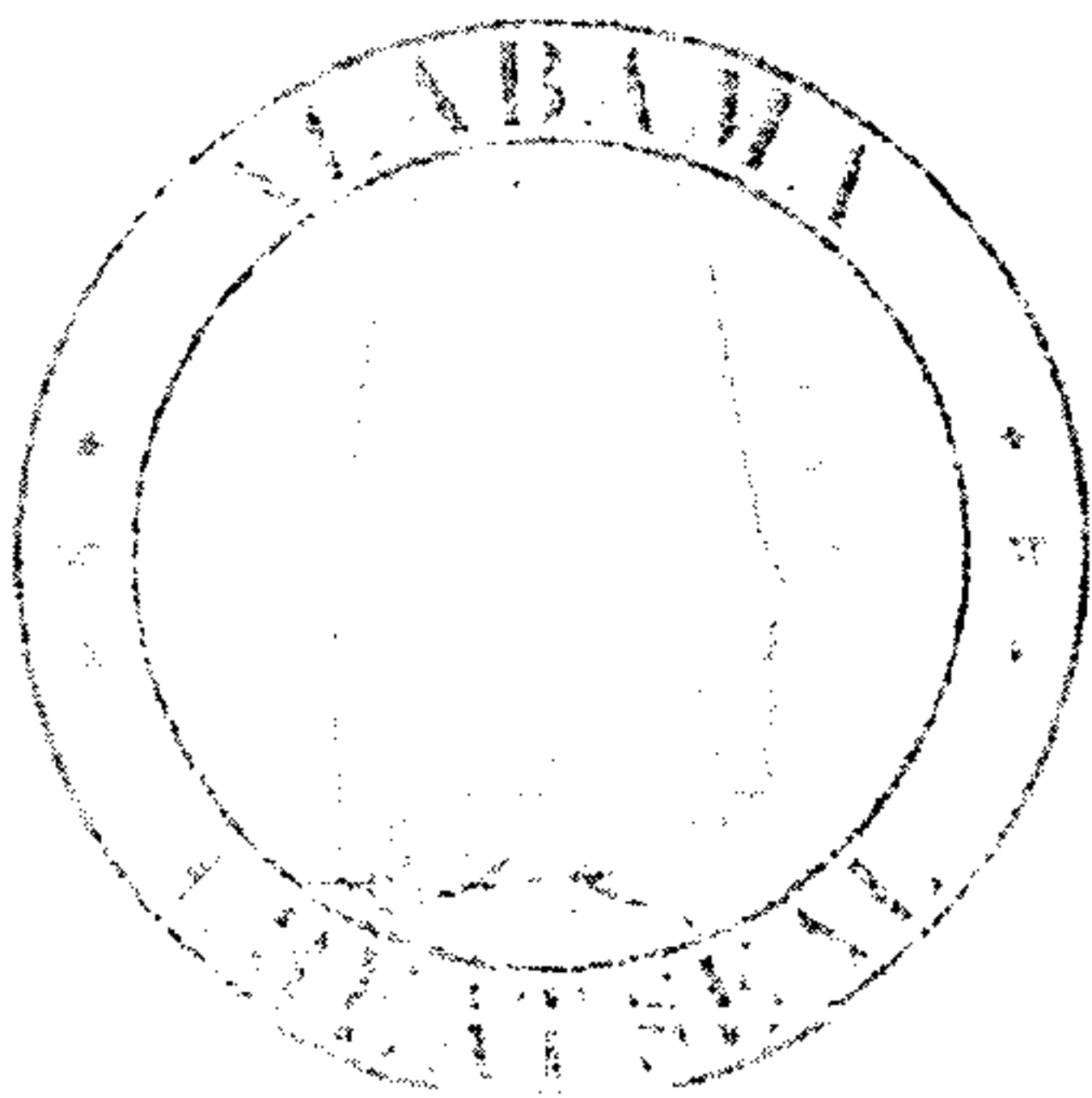
STATE OF ALABAMA

I, John H. Merrill, 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:

Shoal Creek Park Foundation

This name reservation is for the exclusive use of City of Montevallo, 545 Main St.
Montevallo, AL 35115 for a period of one year beginning June 17, 2015 and
expiring June 17, 2016



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.

June 17, 2015

Date

A handwritten signature in cursive script that reads "J. H. Merrill".

RES692857

John H. Merrill

Secretary of State