

STATE OF ALABAMA

DOMESTIC NONPROFIT CORPORATION  
CERTIFICATE OF FORMATION



20160105000003250 1/5 \$158.00  
Shelby Cnty Judge of Probate, AL  
01/05/2016 09:00:50 AM FILED/CERT

**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.

(For County Probate Office Use Only)

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

1. The name of the corporation: Patricia Reynolds Kid at Heart Foundation Inc.
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)

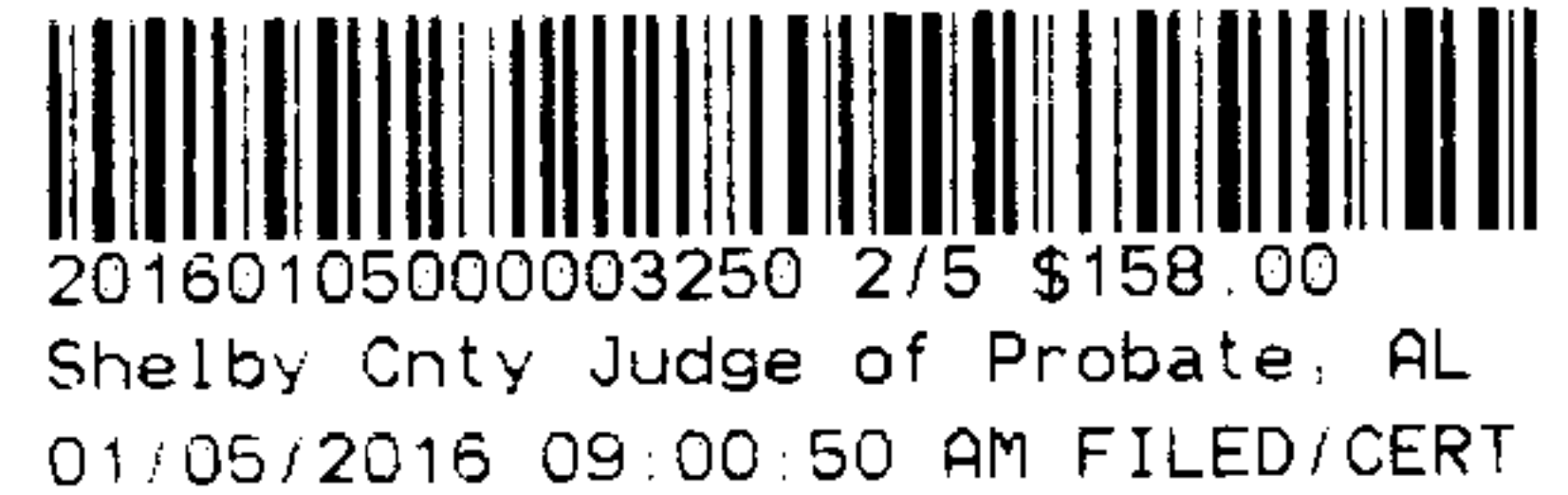
Sonia Becerra  
1000 N West St., Suite 1200  
Wilmington, DE 19801

DOMESTIC NONPROFIT CORPORATION CERTIFICATE OF FORMATION

4. Street (**No PO Boxes**) address of principal office of the corporation:\_\_\_\_\_

157 Highcrest Rd., Pelham, AL 35124

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



5. The name of the Registered Agent: Mary E. Tringale

6. Street (**No PO Boxes**) address of Registered Agent (if different from principal office address):\_\_\_\_\_

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

7. Purpose for which corporation is formed: The corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code.; 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): Sonia Becerra

Street (**No PO Boxes**) address of Incorporator(s): 1000 N West St., Suite 1200

Wilmington, DE 19801

Mailing address of Incorporator(s) – (if

different from street address): 12605 East Freeway, Suite 509, Houston, Texas 77015

**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: Richard T. Tringale

Street (**No PO Boxes**) address of Director: 157 Highcrest Rd., Pelham, AL 35124

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

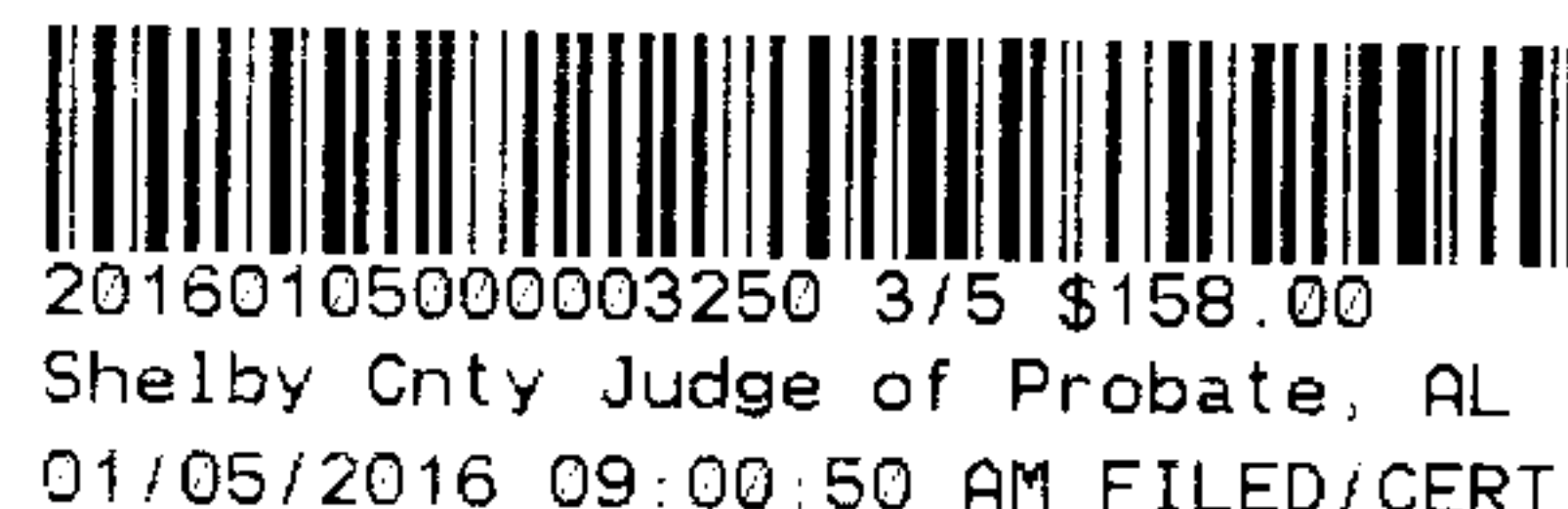


**DOMESTIC NONPROFIT CORPORATION CERTIFICATE OF FORMATION**

Director's Name: Taylor D. Cox

Street (**No PO Boxes**) address of Director: 157 Highcrest Rd., Pelham, AL 35124

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



Director's Name: Mary E. Tringale

Street (**No PO Boxes**) address of Director: 157 Highcrest Rd., Pelham, AL 35124

\_\_\_\_\_  
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.

12 / 28 / 2015

Date (MM/DD/YYYY)

Signature as required by 10A-1-3.04


Sonia Becerra

Typed Name of Above Signature

Incorporator - Authorized Person

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

## ATTACHMENT

  
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**INUREMENT OF INCOME:** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

**LEGISLATIVE OR POLITICAL ACTIVITIES:** No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the incorporation shall not participate in or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office.


**OPERATIONAL LIMITATIONS:** Notwithstanding any other provisions 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

**DISSOLUTION CLAUSE:** Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or the such organization or organizations organized and the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

Any such assets not so disposed of shall be disposed of by the Circuit Court 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.



John H. Merrill  
Secretary of State

  
20160105000003250 5/5 \$158.00  
Shelby Cnty Judge of Probate, AL  
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P.O. Box 5616  
Montgomery, AL 36103-5616

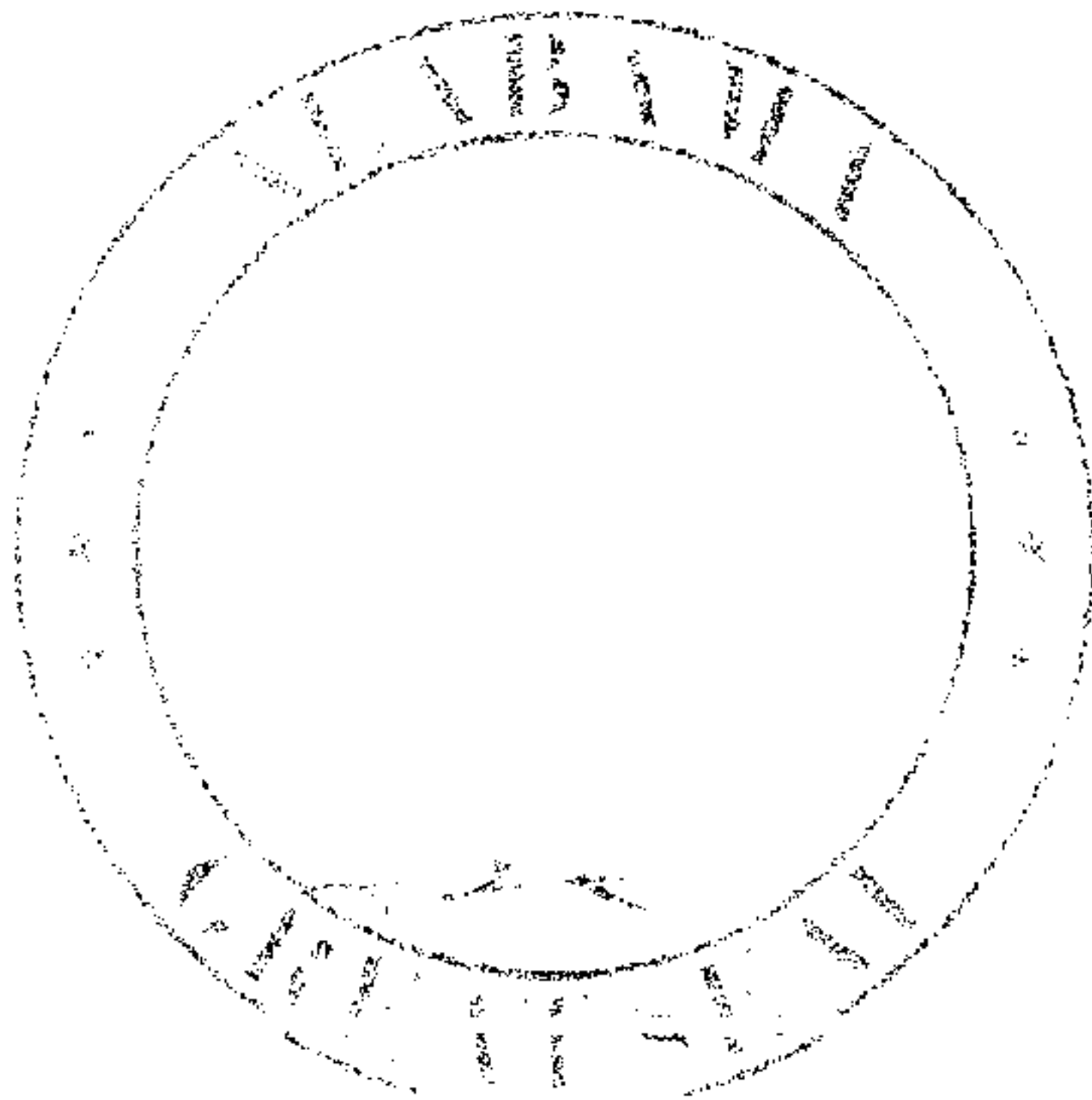
# STATE OF ALABAMA

**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:

**Patricia Reynolds Kid at Heart Foundation Inc.**

This name reservation is for the exclusive use of Richard T. Tringale, 157  
Highcrest Rd., Pelham, AL 35124 for a period of one year beginning December  
28, 2015 and expiring December 28, 2016



RES709797

**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.**

December 28, 2015

Date



John H. Merrill

Secretary of State