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Shelby Cnty Judge of Probate, AL
06/16/2016 04:02:52 PM FILED/CERT

What Would Bob Do, Inc.

“Continuing the Legacy of Bob Green”

An Alabama Non-profit Corporation

ARTICLES OF INCORPORATION

ARTICLE I NAME

1.01 Name

The name of this corporation shall be What Would Bob Do, Inc.

ARTICLE II DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III PURPOSE

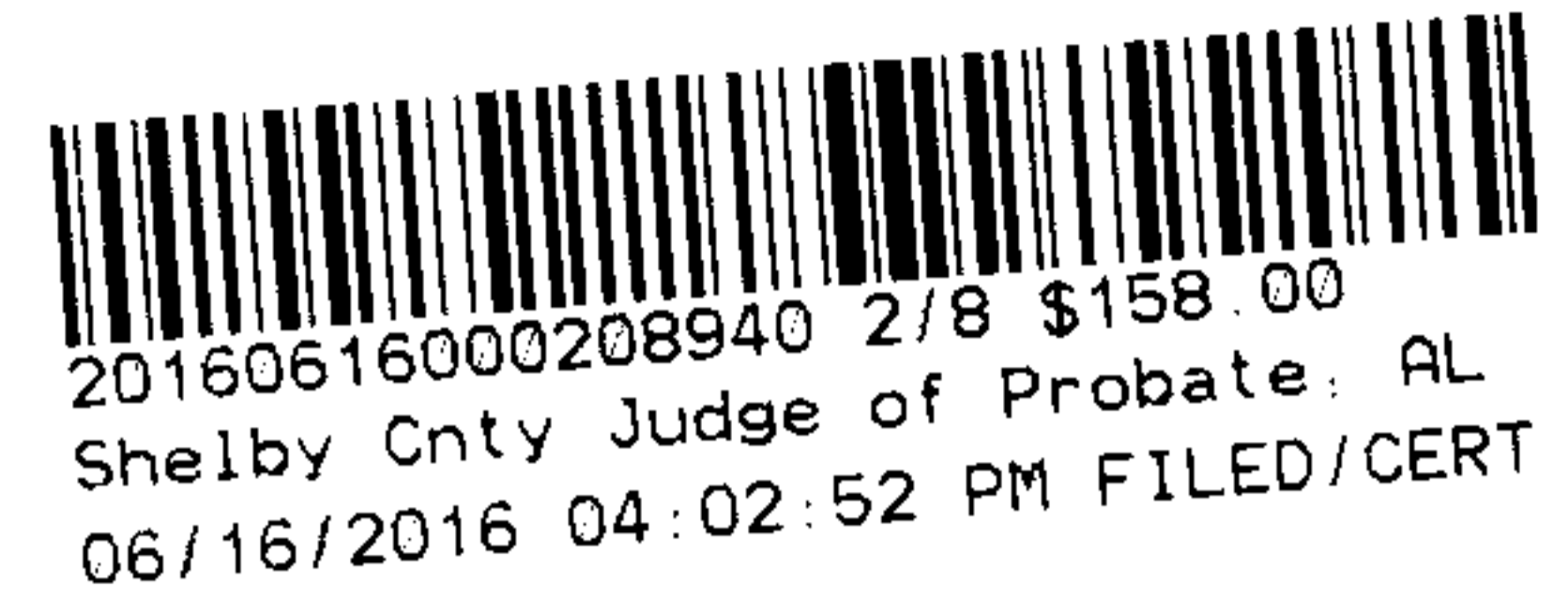
3.01 Purpose

What Would Bob Do, Inc. 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. The purpose for which the corporation is organized is the purpose of providing charitable and educational assistance to less fortunate citizens and to local schools and public service departments their personnel.

3.02 Non-Profit

What Would Bob Do, Inc. is designated as a non-profit corporation.

ARTICLE IV
NON-PROFIT NATURE



4.01 Non-profit Nature

What Would Bob Do, Inc. 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 What Would Bob Do, Inc. 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 Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

What Would Bob Do, Inc. 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 of, 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 What Would Bob Do, Inc. 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 What Would Bob Do, Inc., 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 What Would Bob Do, Inc. hereunder shall be selected by the discretion of a majority of the managing body of the What Would Bob Do, Inc.

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 What Would Bob Do, Inc. 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 inure to the benefit of, or be distributable to, its 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 intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

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 which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V **BOARD OF DIRECTORS**


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5.01 Governance

What Would Bob Do, Inc. shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be:

William Green, 401 Buckeye Trail, Columbiana, AL 35051
Stancil Handley, O.D., 300 Old Hwy 25 West, Columbiana, AL 35051
Chris Bunn, 4991 Hwy 42, Calera, AL 35040
Bryan McClelland, M.D., 1326 Hwy 36, Chelsea, AL 35043

ARTICLE VI MEMBERSHIP

6.01 Membership

What Would Bob Do, Inc. 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

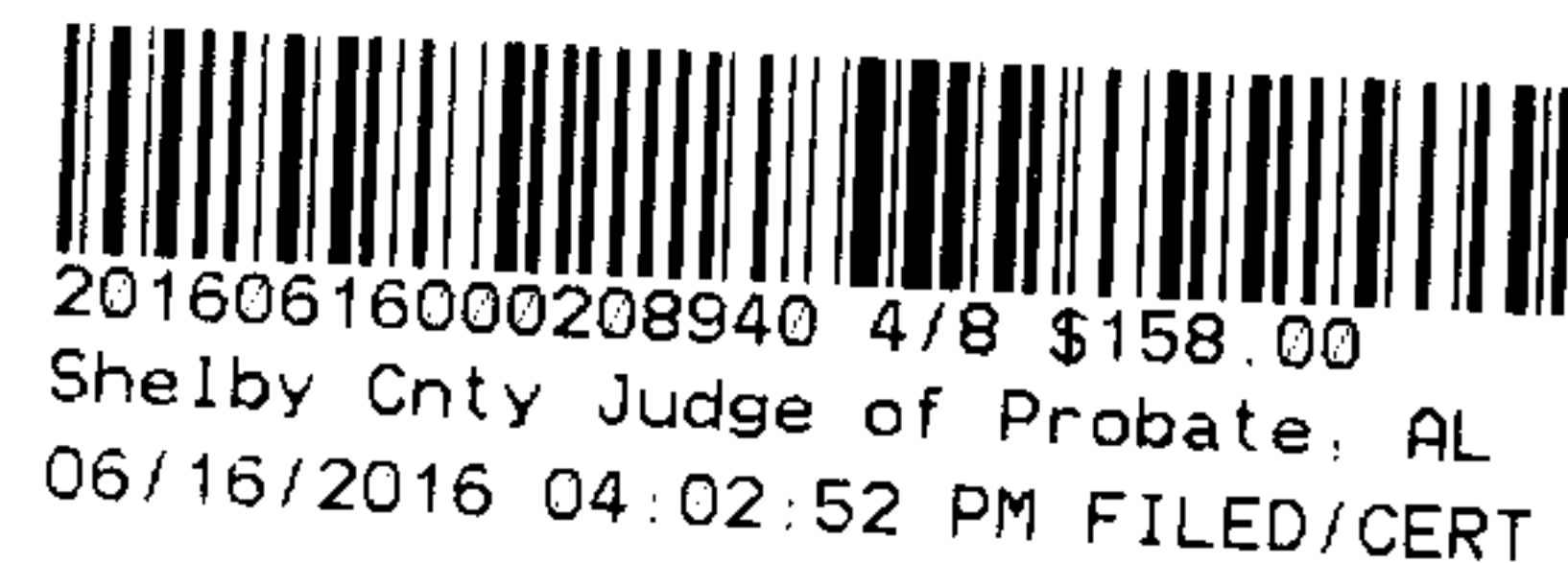
Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE VIII ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The address of the corporation is:

What Would Bob Do, Inc.
300 1st Street North
Alabaster, AL 35007



ARTICLE IX APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

William Green, 401 Buckeye Trail, Columbiana, AL 35051

**ARTICLE X
INCORPORATORS**

The incorporators of the corporation are as follow:


- William Green, 401 Buckeye Trail, Columbiana, AL 35051
- Stancil Handley, O.D., 300 Old Hwy 25 West, Columbiana, AL 35051
- Chris Bunn, 4991 Hwy 42, Calera, AL 35040
- Bryan McClelland, M.D., 1326 Hwy 36, Chelsea, AL 35043

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

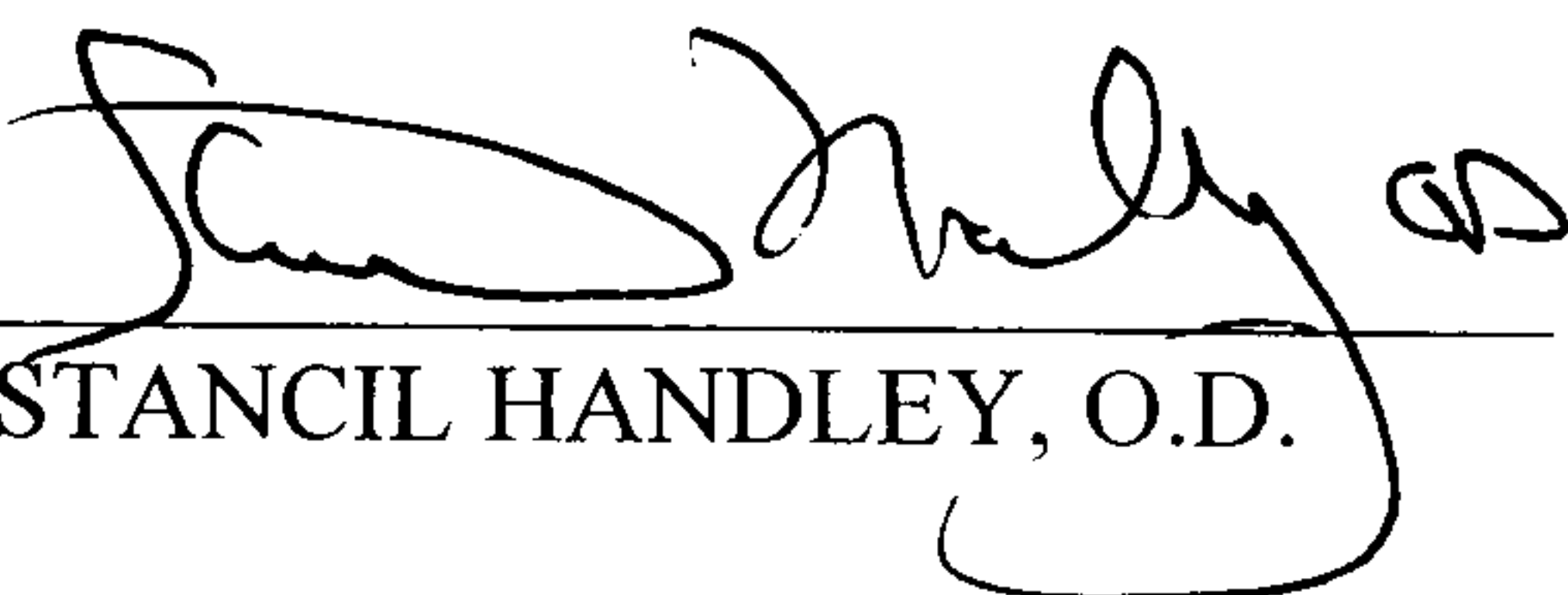
We, the undersigned, do hereby certify that the above stated Articles of Incorporation of What Would Bob Do, Inc. were approved by the board of directors on June 10, 2016 and constitute a complete copy of Articles of Incorporation of What Would Bob Do, Inc.



 WILLIAM GREEN




 CHRIS BUNN



 STANCIL HANDLEY, O.D.



 BRYAN MCCLELLAND, M.D.


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**ACKNOWLEDGMENT OF CONSENT
TO APPOINTMENT AS REGISTERED AGENT**

I, William Green, agree to be the registered agent for What Would Bob Do, Inc. as appointed herein.



William Green, Registered Agent

Date: 6/15/16

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

Sworn and subscribed to before me and my official seal of office on this the 15th day of June, 2016, by **William Green**.



Notary Public
My Commission Expires:

MY COMMISSION EXPIRES OCTOBER 17, 2018

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

Sworn and subscribed to before me and my official seal of office on this the 15th day of June, 2016, by **Chris Bunn**.



Notary Public
My Commission Expires:

MY COMMISSION EXPIRES OCTOBER 17, 2018



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John H. Merrill
Secretary of State

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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:

What Would Bob Do, Inc

This name reservation is for the exclusive use of Clint C Thomas, Esq, POB 1422, Calera, AL 35040 for a period of one year beginning June 03, 2016 and expiring June 03, 2017



RES725865

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 03, 2016

Date

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

John H. Merrill

Secretary of State