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Shelby Cnty Judge of Probate, AL  
10/24/2016 10:07:54 AM FILED/CERT

**CERTIFICATE OF FORMATION  
AND RESTATED CERTIFICATE OF FORMATION  
OF  
SHELBY BAPTIST ASSOCIATION, INC.,  
AN ALABAMA NONPROFIT CORPORATION**

The undersigned, whether one or more, for the purpose of forming a nonprofit corporation under the Alabama Nonprofit Corporation Law, § 10A-3-1.01 et seq., Code of Ala. 1975, as amended, and for the purpose of restating the existing Certificate of Incorporation pursuant to § 10A-3-4.04, Code of Ala. 1975, as amended, to the extent that it is applicable, hereby adopts the following:

**ARTICLE ONE**

**NAME**

The name of this nonprofit corporation (hereinafter "the Association") is Shelby Baptist Association, Inc.

**ARTICLE TWO**

**PURPOSES**

The purposes and mission for which the Association is organized are exclusively religious, benevolent, charitable and educational: serving Christ together to assist, encourage, and challenge its churches in their mission and to promote and coordinate mission/ministry opportunities. Solely for the above purposes, the Association 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.

**ARTICLE THREE**

## REGISTERED OFFICE AND AGENT

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

205 Walton Street, Columbiana, AL 35051

The initial registered agent at that address is:

Dr. Hugh M. Richardson, Jr.

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

P.O. Box 888, Columbiana, AL 35051

## ARTICLE FOUR

### 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 Four. 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:

Roy Hadaway  
Tom Minor  
Bill Justice

P.O. Box 353, Calera, AL 35040  
209 North Main Street, Columbiana, AL 35051  
P.O. Box 1144, Columbiana, AL 35051


## ARTICLE FIVE

### INCORPORATOR

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

Dr. Hugh M. Richardson, Jr.      205 Walton Street, Columbiana, AL 35051

## ARTICLE SIX

  
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## TAX EXEMPTION PROVISIONS

No part of the net earnings of the Association shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the Association 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 Association shall be the carrying on of partisan political propaganda, or otherwise attempting to influence legislation, and the Association 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 Association shall not carry on any other activities not permitted to be carried on by a qualified religious organization under the Internal Revenue Code.

## ARTICLE SEVEN

### DISTRIBUTION UPON DISSOLUTION


Upon the dissolution of the Association, assets shall be distributed to the Alabama Baptist State Board of Missions, or the North American Mission Board of the Southern Baptist Convention, or their successors.


## ARTICLE EIGHT

### RESTATED CERTIFICATE OF FORMATION

This Certificate of Formation shall also serve as a Restated Certificate of Formation and shall supersede the original Articles of Incorporation of the Association dated April 28, 1960, and recorded in Corporation Book 6, page 110, in the Probate Office of Shelby County, Alabama, and all amendments thereto. This Restated Certificate of Formation correctly sets forth the provisions of the original Articles of Incorporation as heretofore amended and has been duly adopted as required by law.

Executed by the undersigned this 24<sup>th</sup> day of October, 2016.

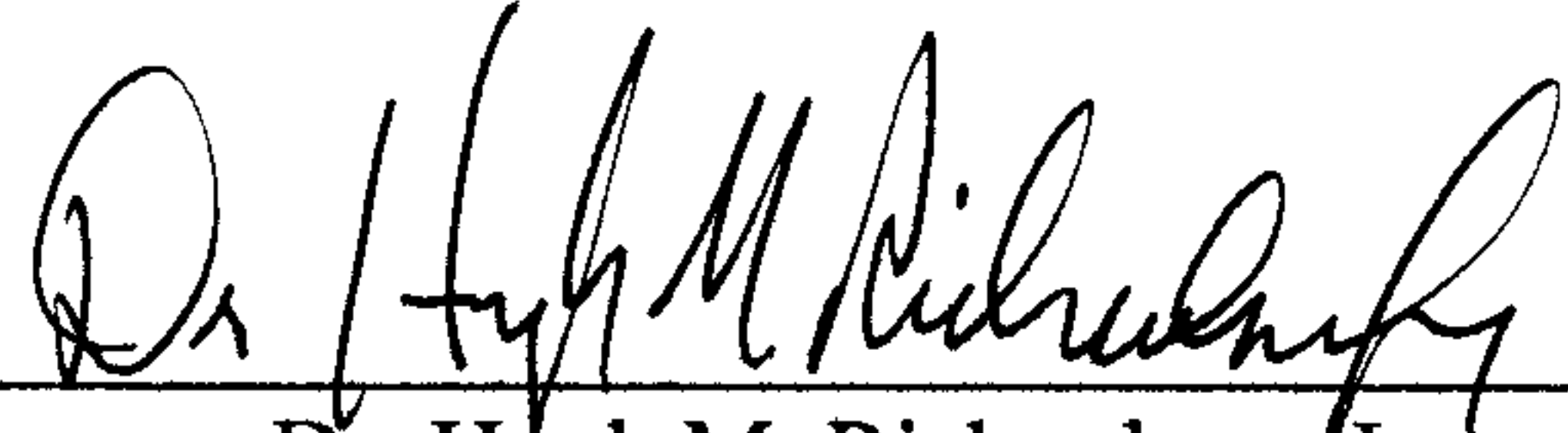
  
Dr. Hugh M. Richardson, Jr.

  
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## CERTIFICATE

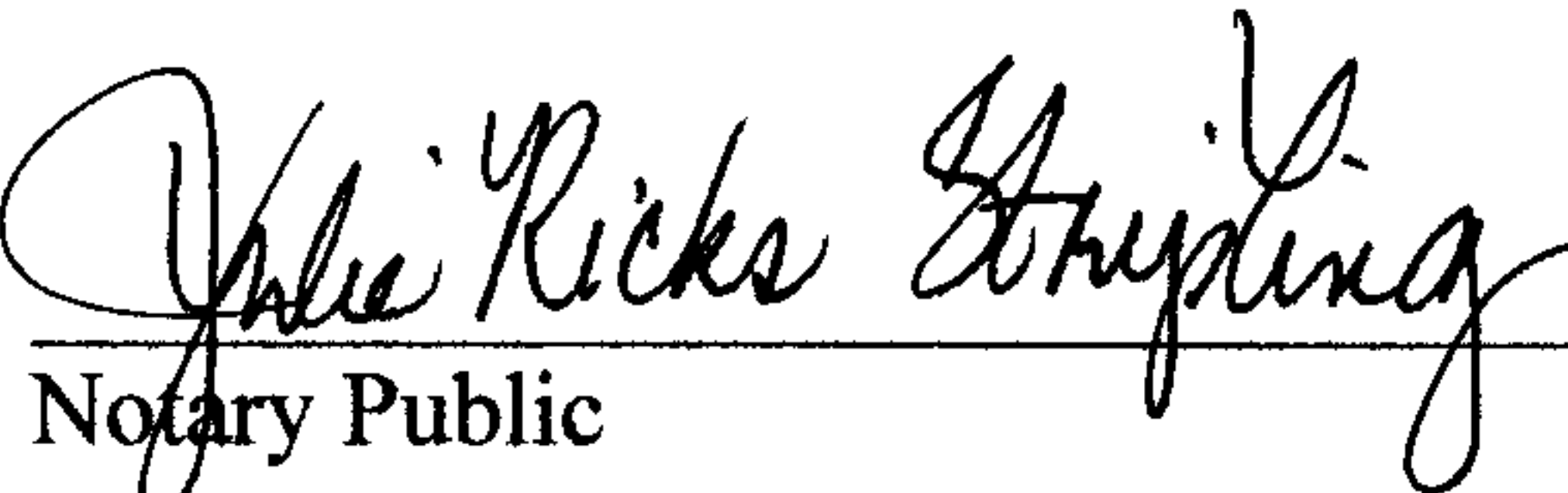
I, Dr. Hugh M. Richardson, Jr., do hereby certify that all of the statements in the foregoing instrument are true and correct, and that I signed the foregoing instrument as President of the Association.

  
Dr. Hugh M. Richardson, Jr.


STATE OF ALABAMA  
COUNTY OF SHELBY

I, the undersigned, a Notary Public in and for said county and state, do hereby certify that on the 24<sup>th</sup> day of October, 2016, Dr. Hugh M. Richardson, Jr. personally appeared before me and, being by me first duly sworn, declared that he is the President of Shelby Baptist Association, Inc., that he signed the foregoing document as the President of the Association, and that the statements contained in the document are true.

My commission expires:

  
Notary Public

**JULIE RICKS STRIPLING**  
NOTARY PUBLIC  
ALABAMA STATE AT LARGE  
MY COMMISSION EXPIRES JANUARY 25, 2017

  
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This instrument prepared by William R. Justice, attorney at law, whose address is P.O. Box 587, Columbiana, AL 35051.