


STATE OF ALABAMA

**DOMESTIC NONPROFIT CORPORATION
CERTIFICATE OF FORMATION**

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 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.


20181213000436060 1/5 \$159.00
Shelby Cnty Judge of Probate, AL
12/13/2018 01:10:47 PM FILED/CERT

(For County Probate Office Use Only)

This form must be typed or laser printed.

1. The name of the corporation: Klein Arts & Culture
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)

Nell H. Gottlieb, 4013 Merrick Street, Houston, TX 77025

DOMESTIC NONPROFIT CORPORATION CERTIFICATE OF FORMATION

4. Street (**No PO Boxes**) address of principal office of the corporation: 262 Church Street, Harpersville AL 35078

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

5. The name of the Registered Agent: Theoangelis Perkins

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: To preserve the historic Klein-Wallace House as an arts, education and

cultural venue; to conduct arts and cultural events for the public; to conduct education field trips for schools; 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): Nell H. Gottlieb

Street (**No PO Boxes**) address of Incorporator(s): 4103 Merrick Street, Houston, TX 77025

_____ Mailing address of Incorporator(s) – (if different from street address): _____

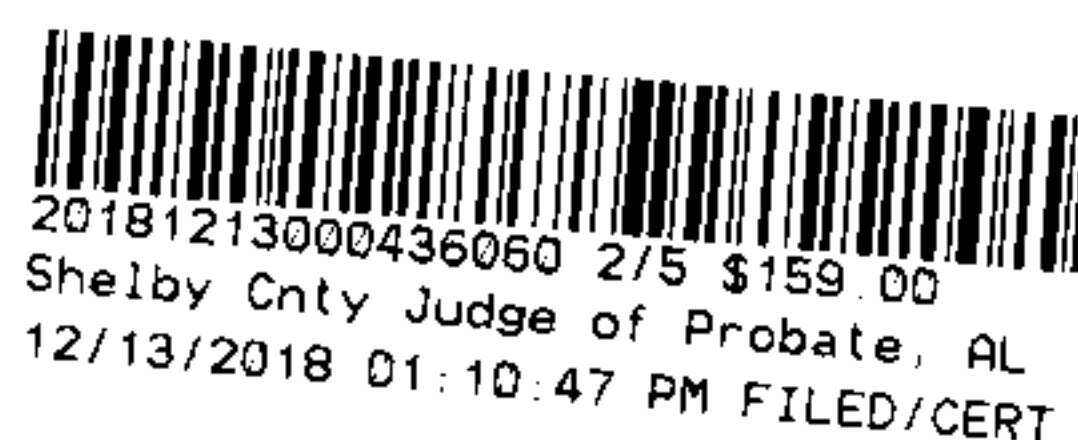
Attach a listing if more Incorporators need to be added (type “see attached” in the name line).

10. The number of Directors constituting the initial Board of Directors is 5. The initial Directors names and addresses must be listed in this Certificate of Formation.

Director's Name: Nell H. Gottlieb (see attached)

Street (**No PO Boxes**) address of Director: 4103 Merrick Street, Houston, TX 77025

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



DOMESTIC NONPROFIT CORPORATION CERTIFICATE OF FORMATION

Director's Name: Theoangelis Perkins

Street (**No PO Boxes**) address of Director: 262 Church Street, Harpersville, AL 35078

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

Director's Name: Barbara Adkins

Street (**No PO Boxes**) address of Director: 41 Chancellor Ferry Road, Harpersville AL 35078

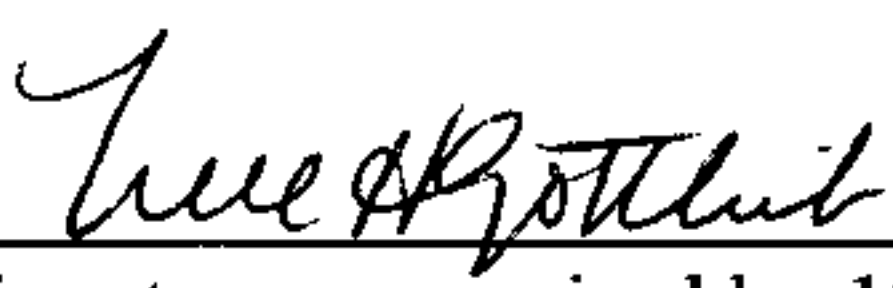
Mailing address of Director(s) - (if different
from street address): _____

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 / 13 / 2018
Date (MM/DD/YYYY)


Signature as required by 10A-1-3.04

Nell H. Gottlieb
Typed Name of Above Signature

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




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Klein Arts & Culture

Additional Directors

Thomas Hoynes
1061 Miller Ave.
Berkeley, CA 94078

Nell Wallace Wishart
6530 Fairfield Trace
Suwanee, GA 30024



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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:

Klein Arts & Culture

This name reservation is for the exclusive use of Nell H. Gottlieb, 4103 Merrick
Street, Houston, TX 77025 for a period of one year beginning December 11, 2018
and expiring December 11, 2019

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RES820571

**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 11, 2018

Date

A handwritten signature in black ink, reading "J. H. Merrill".

John H. Merrill

Secretary of State