

STATE OF ALABAMA

DOMESTIC NONPROFIT CORPORATION
CERTIFICATE OF FORMATION

20191217000467380 1/6 \$166.00
Shelby Cnty Judge of Probate, AL
12/17/2019 02:24:53 PM 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 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: **CHILDREN'S SLEEP FOUNDATION**
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)

David G Marmon
501c3GO
1930 Village Center Circle
Suite 3-170
Summerlin, NV 89134

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

1303 Hillsboro Lane Helena, AL, 35080

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

5. The name of the Registered Agent: **Jessica M Moura de Oliveira**

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

1303 Hillsboro Lane Helena, AL, 35080

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

7. Purpose for which corporation is formed:_____

PLEASE SEE ATTACHMENT FOR PURPOSE.

_____ ; 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): **Jessica M Moura de Oliveira**

Street (**No PO Boxes**) address of Incorporator(s): **1303 Hillsboro Lane**

Helena. AL 35080

_____ 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 **three**. The initial Directors names and addresses must be listed in this Certificate of Formation.

Director's Name: **PLEASE SEE ATTACHMENT FOR LIST OF INITIAL BOARD OF DIRECTORS.**

Street (**No PO Boxes**) address of Director:_____

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



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Director's Name: _____

Street (**No PO Boxes**) address of Director: _____

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

Director's Name: _____

Street (**No PO Boxes**) address of Director: _____

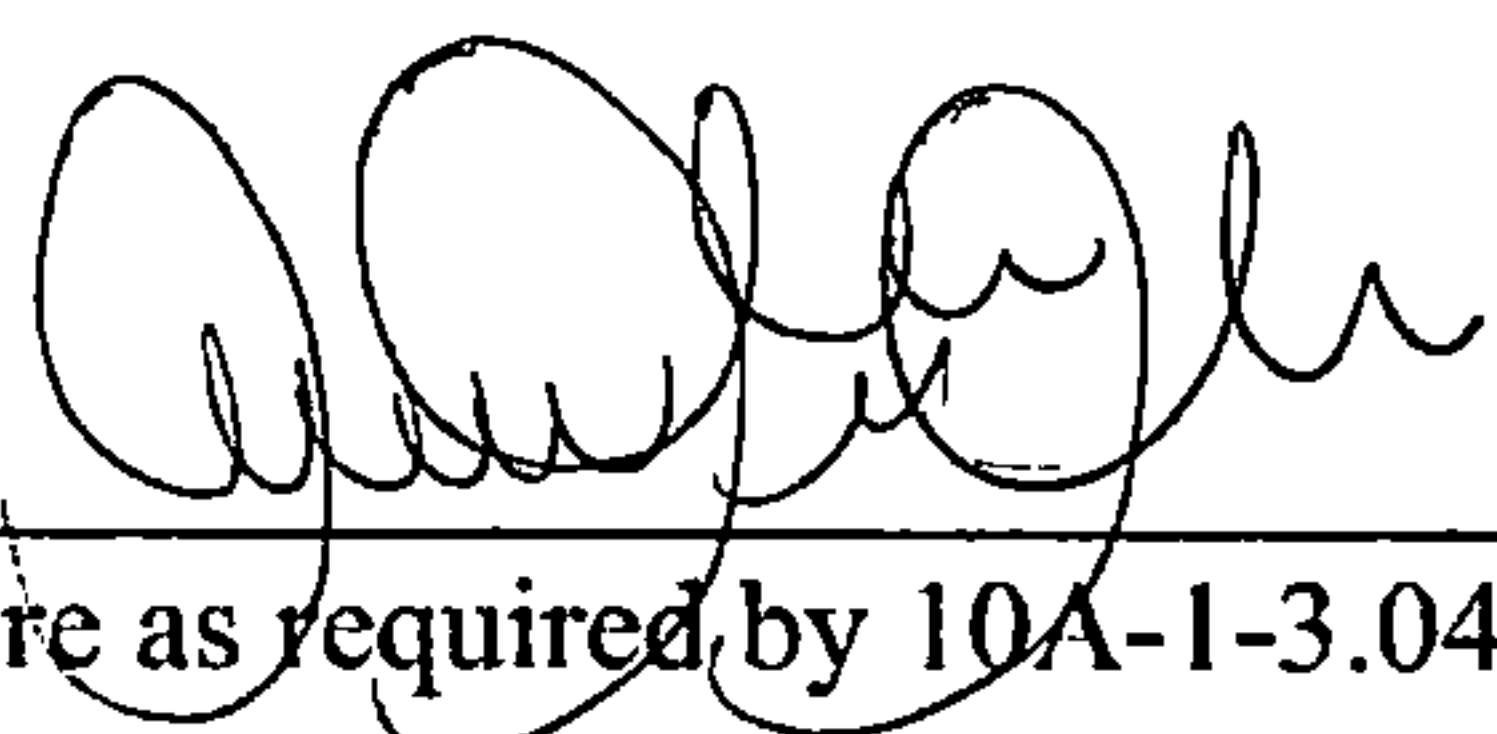
_____ Mailing address of Director(s) - (if different
from street address): _____

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.

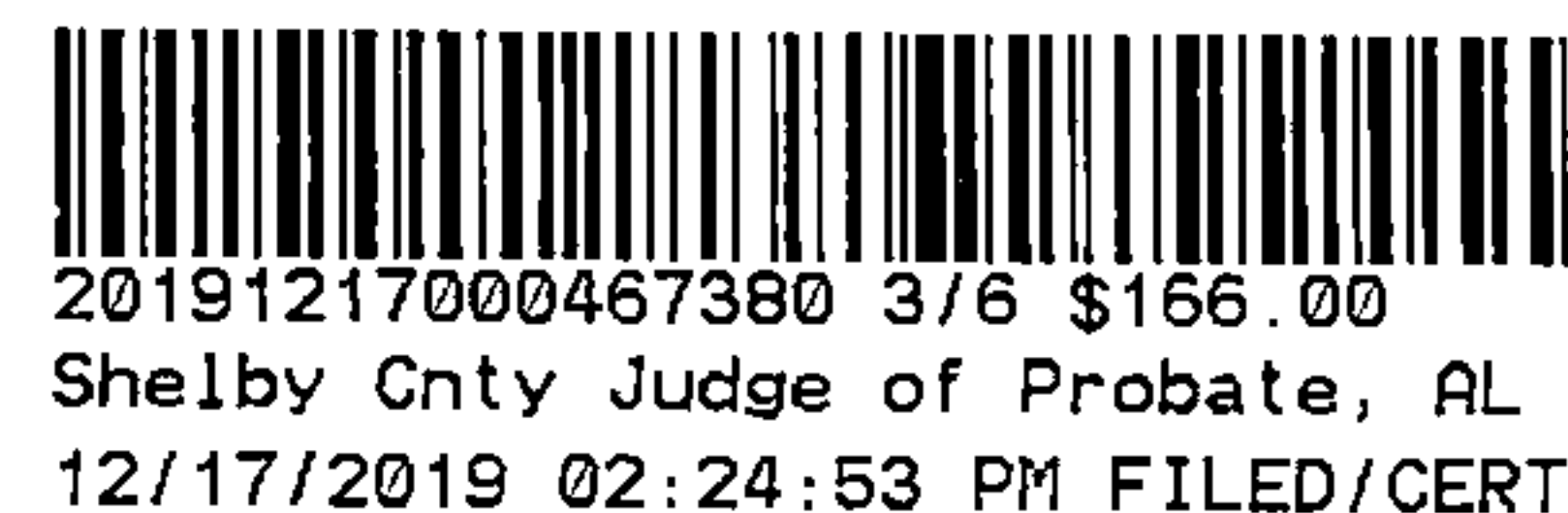
- ☒ Attached are any other provisions that are not inconsistent with law relating to organization, ownership, governance, business, or regulation of the internal affairs of the nonprofit corporation, including any provisions for distribution of assets on dissolution or final liquidation.

11/12/2019
Date (MM/DD/YYYY)


Signature as required by 10A-1-3.04

Jessica M Moura de Oliveira
Typed Name of Above Signature

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



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7. **Purpose:** To advocate children's sleep health and well-being, research funding, and support families, communities and organizations with various forms of charitable and educational causes.

10. **The names and addresses of the Directors are as follows:**

Jessica M Moura de Oliveira
1303 Hillsboro Lane
Helena, AL, 35080

Geraldo Moura de Oliveira Jr
1303 Hillsboro Lane
Helena, AL, 35080

Maria Estela H Parrott
1303 Hillsboro Lane
Helena, AL, 35080.

11. **IRS PROVISIONS**

- A. This organization is a nonprofit charitable, educational, and scientific organization and is not organized for the private gain of any person. It is organized exclusively for charitable, educational, and scientific 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 the corresponding section of any future federal tax code.
- B. The property of this organization is irrevocably dedicated to charitable, educational, and scientific purposes. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its directors, officers, members, or other private persons, except that the organization 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.
- C. No substantial part of the activities of this organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, except as otherwise provided by Section 501(h) of the Internal Revenue Code, and the organization 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.
- D. Notwithstanding any other provision of these articles of incorporation, this organization shall not engage in any activities or exercise any powers that are

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not in furtherance of the purposes of this organization, and the organization shall not carry on any other activities not permitted to be carried on (a) by an organization 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 an organization, 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.

- E. Upon the dissolution of the organization, assets remaining after payment, or provision for payment, of all debts and liabilities of this organization, 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 a nonprofit fund, foundation or organization which is organized and operated for charitable, educational, and scientific purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. 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 organization 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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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:

Children's Sleep Foundation

This name reservation is for the exclusive use of Jessica M Moura de Oliveira, 1303 Hillsboro Lane, Helena, AL 35080 for a period of one year beginning November 07, 2019 and expiring November 07, 2020


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RES861167

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.

November 07, 2019

Date

J. H. Merrill

John H. Merrill

Secretary of State