

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 recorded. 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 filing will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored (\$30.00 fee).

20200203000044890 1/12 \$166.00
Shelby Cnty Judge of Probate, AL
02/03/2020 03:35:51 PM FILED/CERT

(For County Probate Office Use Only)

This form must be typed or laser printed.

1. The name of the corporation: Hometown Organizing Project
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)

Justin Vest, 395 Crestview Circle, Montevallo, AL 35115

DOMESTIC NONPROFIT CORPORATION CERTIFICATE OF FORMATION

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

395 Crestview Circle, Montevallo, AL 35115

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

5. The name of the Registered Agent: Justin Vest

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

395 Crestview Circle, Montevallo, AL 35115

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

7. Purpose for which corporation is formed: in accordance with the meaning of Section 501(c)(3) of the Internal

Revenue Code, organizing rural communities and issue-based advocacy and education; 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): See Attached

Street (**No PO Boxes**) address of Incorporator(s): _____

_____ 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 4. The initial Directors names and addresses must be listed in this Certificate of Formation.

Director's Name: See Attached

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

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



DOMESTIC NONPROFIT CORPORATION CERTIFICATE OF FORMATION

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: _____

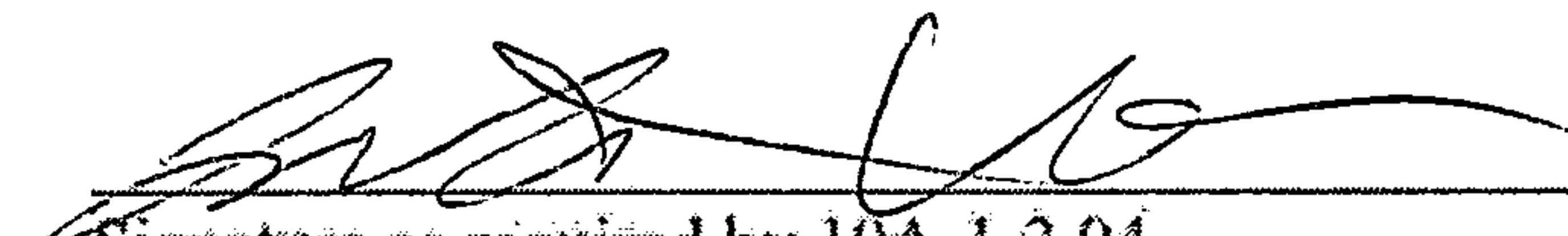
_____ Mailing address of Director(s) - (if different
from street address): _____

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.

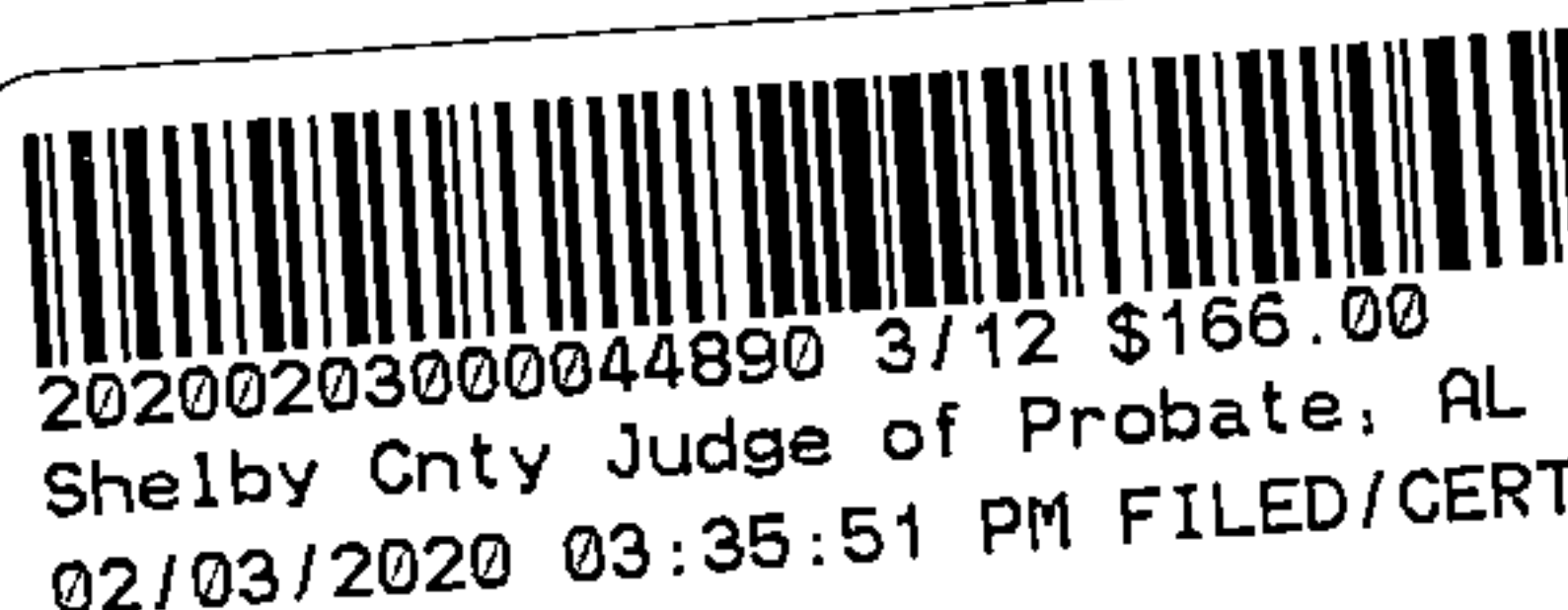
- ☒ Attached are any other provisions that are not inconsistent with law relating to organization, ownership, governance, business, or regulation of the internal affairs of the nonprofit corporation, including any provisions for distribution of assets on dissolution or final liquidation.

01 / 06 / 2020
Date (MM/DD/YYYY)


Signature as required by 10A-1-3.04

Justin Vest
Typed Name of Above Signature

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



INCORPORATORS LIST

Justin Vest
395 Crestview Circle
Montevallo, AL 35115

Champagne Girten
702 Panola Trail
Warrior, AL 35180

Warren Tidwell
1654 Piedmont Dr
Auburn, AL 36830

Dana Ellis
2477 Jamestown Dr.
Hoover, AL 35226

Dominique Smith
3404 Primm Lane, Apt H
Hoover, AL 35216



20200203000044890 4/12 \$166.00
Shelby Cnty Judge of Probate, AL
02/03/2020 03:35:51 PM FILED/CERT

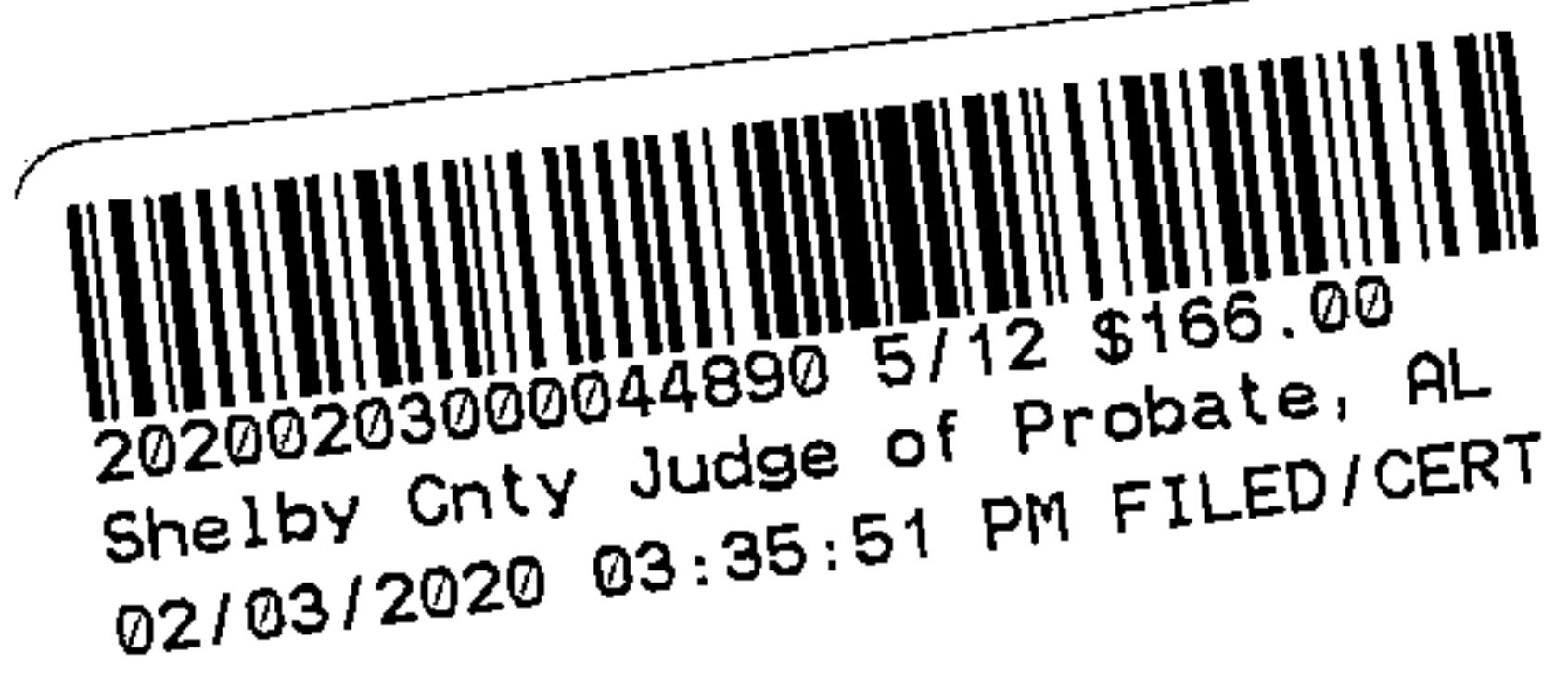
BOARD OF DIRECTORS

President: Dana Ellis
2477 Jamestown Dr.
Hoover, AL 35226

Secretary: Dominique Smith
3404 Primm Lane, Apt H
Hoover, AL 35216

Treasurer: Warren Tidwell
1654 Piedmont Dr
Auburn, AL 36830

Compliance Officer: Champagne E. Girten
702 Panola Trail
Warrior, AL 35180



HOMETOWN ORGANIZING PROJECT

An ALABAMA Non-profit Corporation

ARTICLES OF INCORPORATION

ARTICLE I NAME

1.01 Name

The name of this corporation shall be HOMETOWN ORGANIZING PROJECT. The business of the corporation may be conducted as HOMETOWN ORGANIZING PROJECT, HOP, or HOMETOWN ORGANIZING.

ARTICLE II DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III PURPOSE

3.01 Purpose

HOMETOWN ORGANIZING PROJECT 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. Hometown Organizing Project is a power-building collective of small town Alabamians fighting to build inclusive and sustainable communities where all residents can thrive through issue-based education, advocacy, and leadership development.

3.02 Non-Profit

HOMETOWN ORGANIZING PROJECT is designated as a non-profit corporation.



20200203000044890 6/12 \$166.00
Shelby Cnty Judge of Probate, AL
02/03/2020 03:35:51 PM FILED/CERT

ARTICLE IV

NON-PROFIT NATURE

4.01 Non-profit Nature

HOMETOWN ORGANIZING PROJECT 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 HOMETOWN ORGANIZING PROJECT 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.

HOMETOWN ORGANIZING PROJECT 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 HOMETOWN ORGANIZING PROJECT 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 the HOMETOWN ORGANIZING PROJECT, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations



20200203000044890 7/12 \$166.00
Shelby Cnty Judge of Probate, AL
02/03/2020 03:35:51 PM FILED/CERT

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 HOMETOWN ORGANIZING PROJECT hereunder shall be selected by the discretion of a majority of the managing body of the HOMETOWN ORGANIZING PROJECT 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 HOMETOWN ORGANIZING PROJECT 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

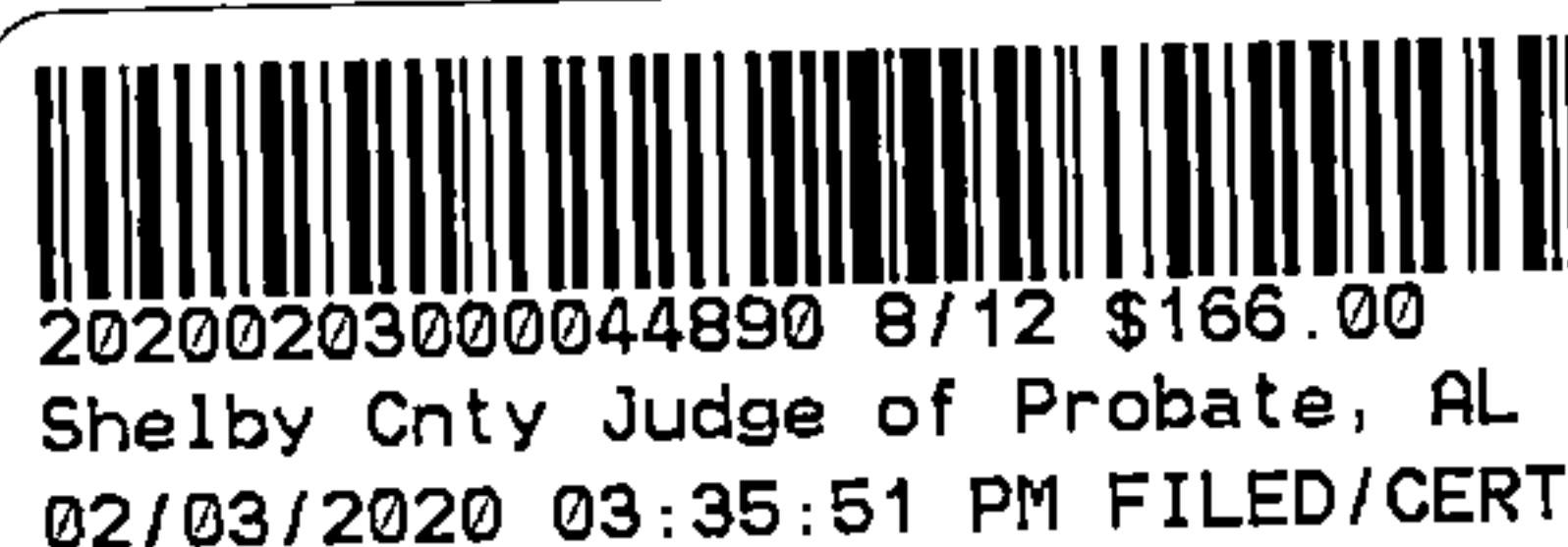
No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, except that the corporation shall be authorized and empowered to pay reasonable compensation 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

5.01 Governance

HOMETOWN ORGANIZING PROJECT shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be President Dana Ellis, Secretary Dominique Smith, Treasurer Warren Tidwell, and Compliance Officer Champagne Girten.

ARTICLE VI
MEMBERSHIP

6.01 Membership

HOMETOWN ORGANIZING PROJECT 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.

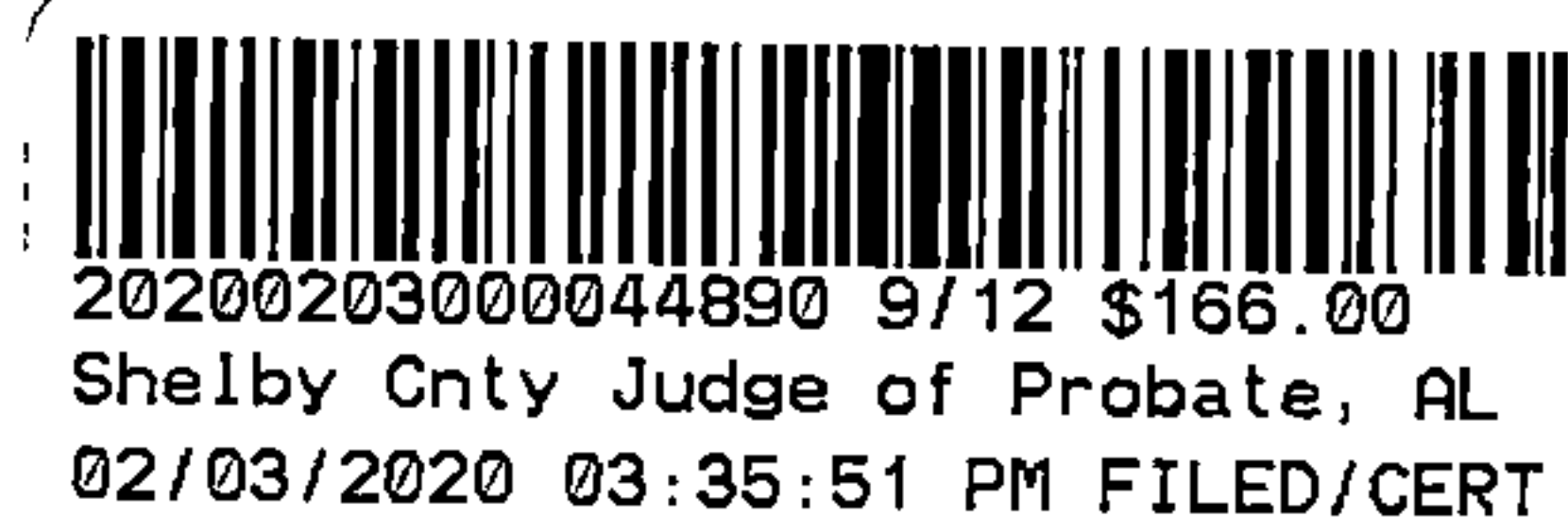
ARTICLE VIII
ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The address of the corporation is:

Hometown Organizing Project
395 Crestview Circle
Montevallo, AL 35115

The mailing address of the corporation is:



Hometown Organizing Project
395 Crestview Circle
Montevallo, AL 3511

ARTICLE IX
APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be: Justin Vest

Justin Vest
395 Crestview Circle
Montevallo, AL 35115


20200203000044890 10/12 \$166.00
Shelby Cnty Judge of Probate, AL
02/03/2020 03:35:51 PM FILED/CERT

ARTICLE X
INCORPORATOR

The incorporators of the corporation are as follow: Justin Vest, Champagne Girten, Warren Tidwell, Dana Ellis, Dominique Smith.

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

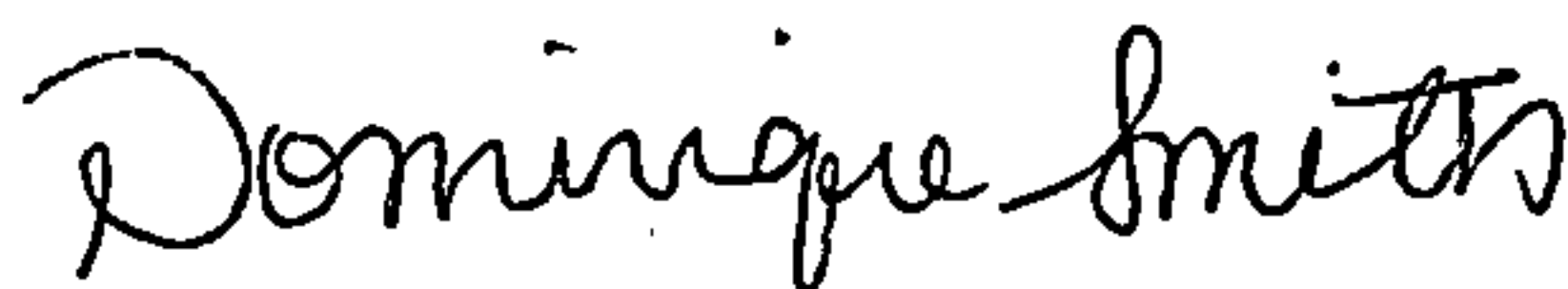
We, the undersigned, do hereby certify that the above stated Articles of Incorporation of HOMETOWN ORGANIZING PROJECT were approved by the board of directors on Oct. 30th 2019 and constitute a complete copy of Articles of Incorporation of the HOMETOWN ORGANIZING PROJECT.



Champagne E Girten
702 Panola Trail
Warrior, AL 35180



Warren Tidwell
1654 Piedmont Dr.
Auburn, AL 36830



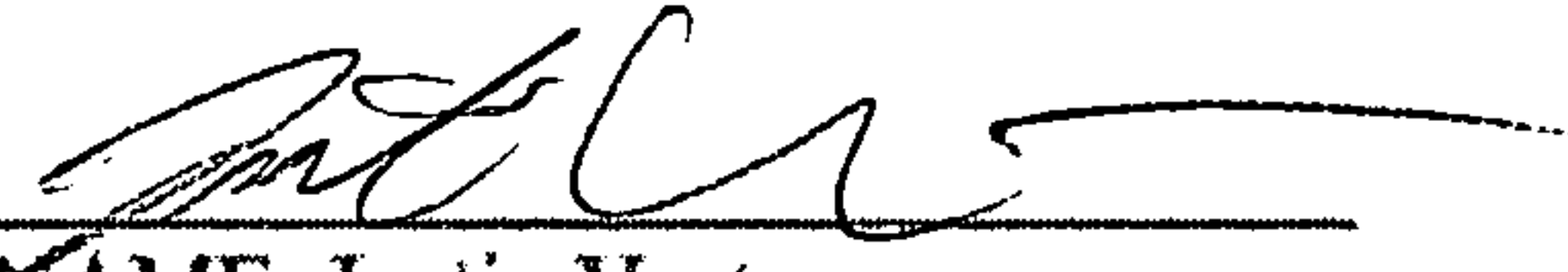
Dominique Smith
3404 Primm Lane, Apt H
Hoover, AL 35216



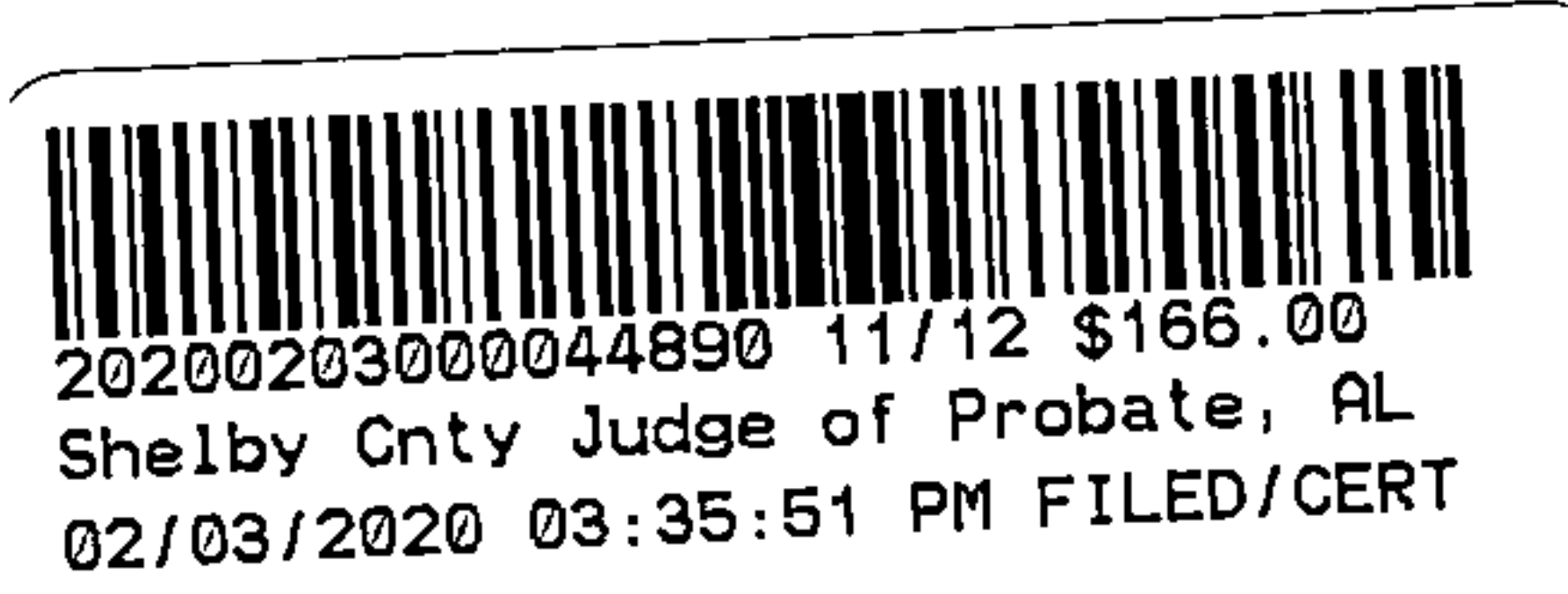
Dana Ellis
2477 Jamestown Dr.
Hoover, AL 35226

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

I, Justin Vest , agree to be the registered agent for HOMETOWN ORGANIZING PROJECT as appointed herein.


NAME, Justin Vest

Date: 1/8/2020



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**

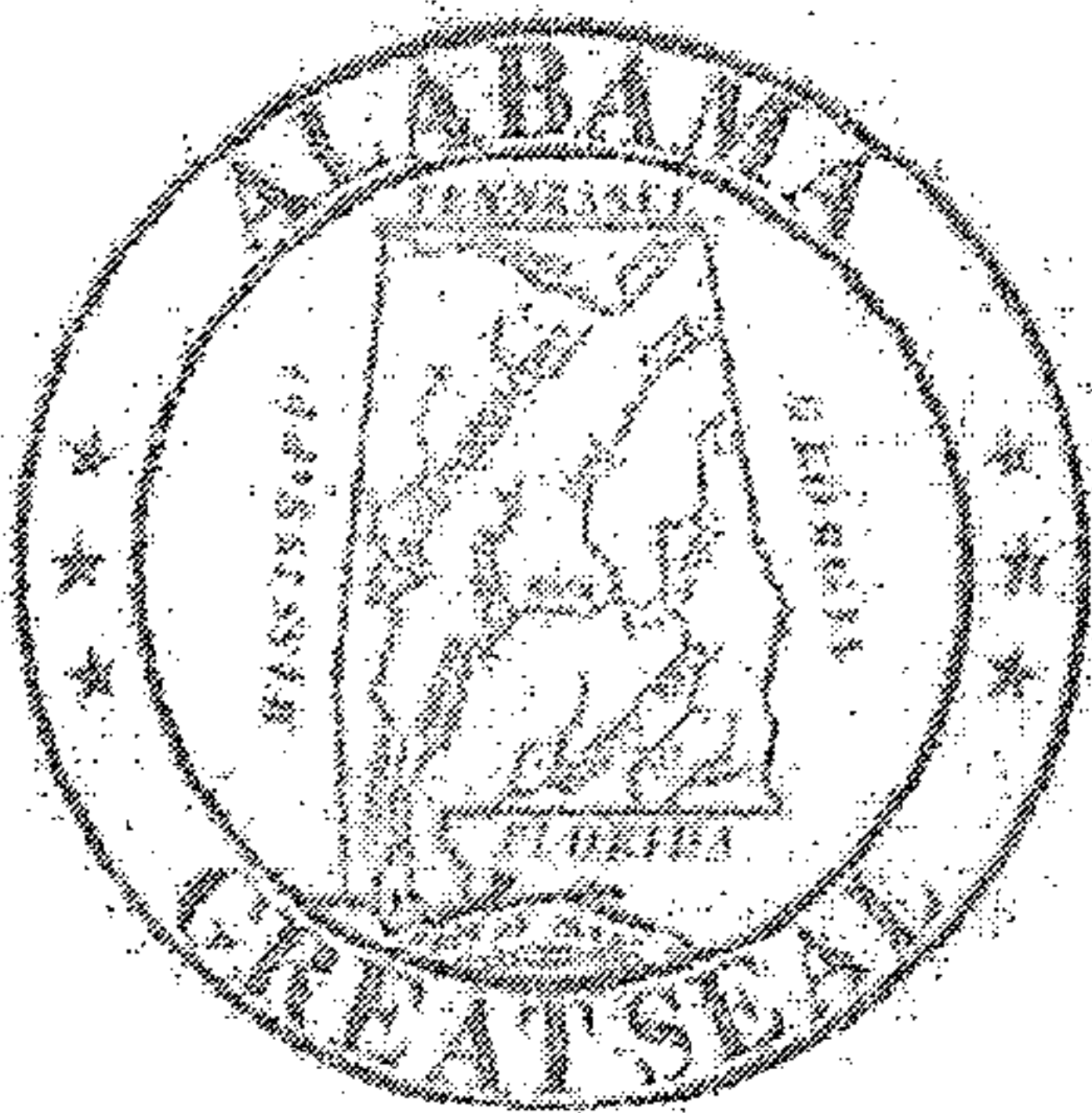
pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama
1975, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

Hometown Organizing Project

This name reservation is for the exclusive use of Justin Vest, 395 Crestview Circle,
Montevallo, AL 35115 for a period of one year beginning October 16, 2019 and
expiring October 16, 2020



20200203000044890 12/12 \$166.00
Shelby Cnty Judge of Probate, AL
02/03/2020 03:35:51 PM FILED/CERT



RES858459

**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.**

October 16, 2019

Date

J. H. Merrill

John H. Merrill

Secretary of State