

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.



20200818000359260 1/5 \$166.00
Shelby Cnty Judge of Probate, AL
08/18/2020 03:28:11 PM FILED/CERT

(For County Probate Office Use Only)

This form must be typed or laser printed.

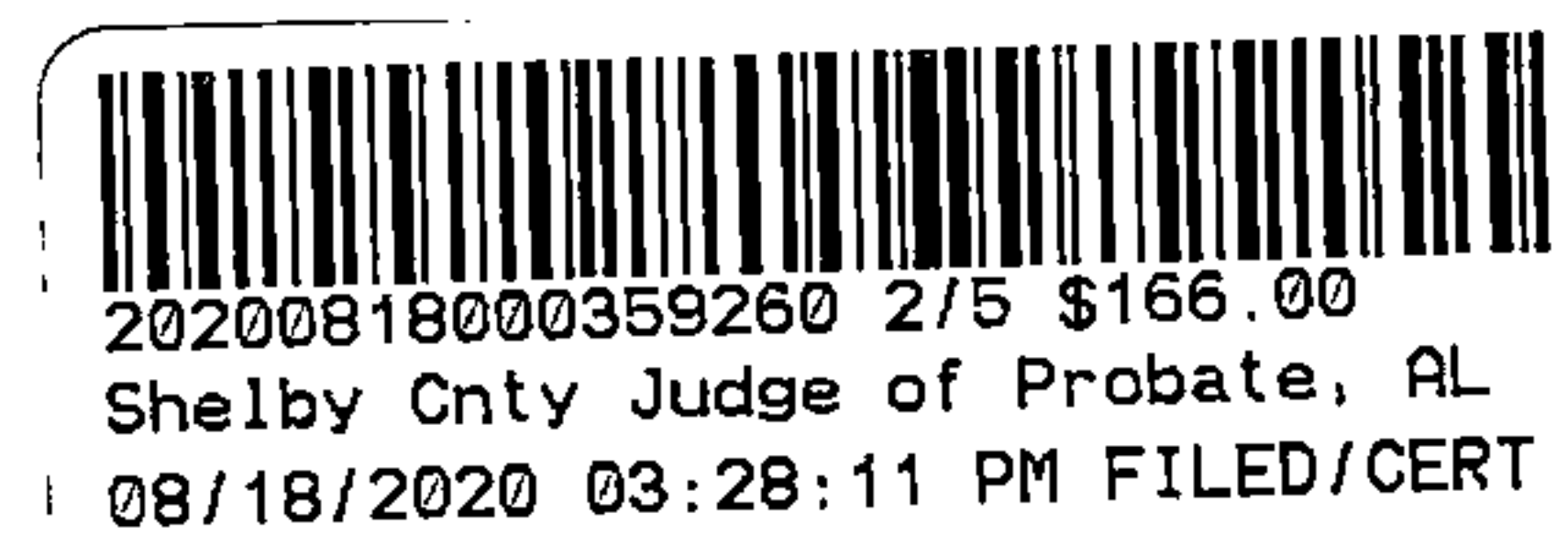
1. The name of the corporation: Alabama Prep Academy Barons, Inc.
2. **A copy of the Name Reservation certificate from the Office of the Secretary of State must be attached.**
3. This nonprofit corporation (MUST check one):
☐ has Members or ☒ has no Members

This form was prepared by: (type name and full address)

Stacey Love, 144 Garden Drive, South Plainfield, NJ 07080

(For SOS Office Use Only)

DOMESTIC NONPROFIT CORPORATION CERTIFICATE OF FORMATION



4. Street (**No PO Boxes**) address of principal office of the corporation: 266 Jasmine Drive, Alabaster, AL 35007

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

144 Garden Drive, South Plainfield, NJ 07080

5. The name of the Registered Agent: Kimberly Robinson

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

266 Jasmine Drive, Alabaster, AL 35007

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

7. Purpose for which corporation is formed: A youth basketball program to foster amateur sports competition within
the meaning of section 501(c)(3) of the Internal Revenue Code. Charitable, educational, amateur sports; 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): Stacey Love

Street (**No PO Boxes**) address of Incorporator(s): 144 Garden Drive, South Plainfield, NJ 07080

_____ 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).

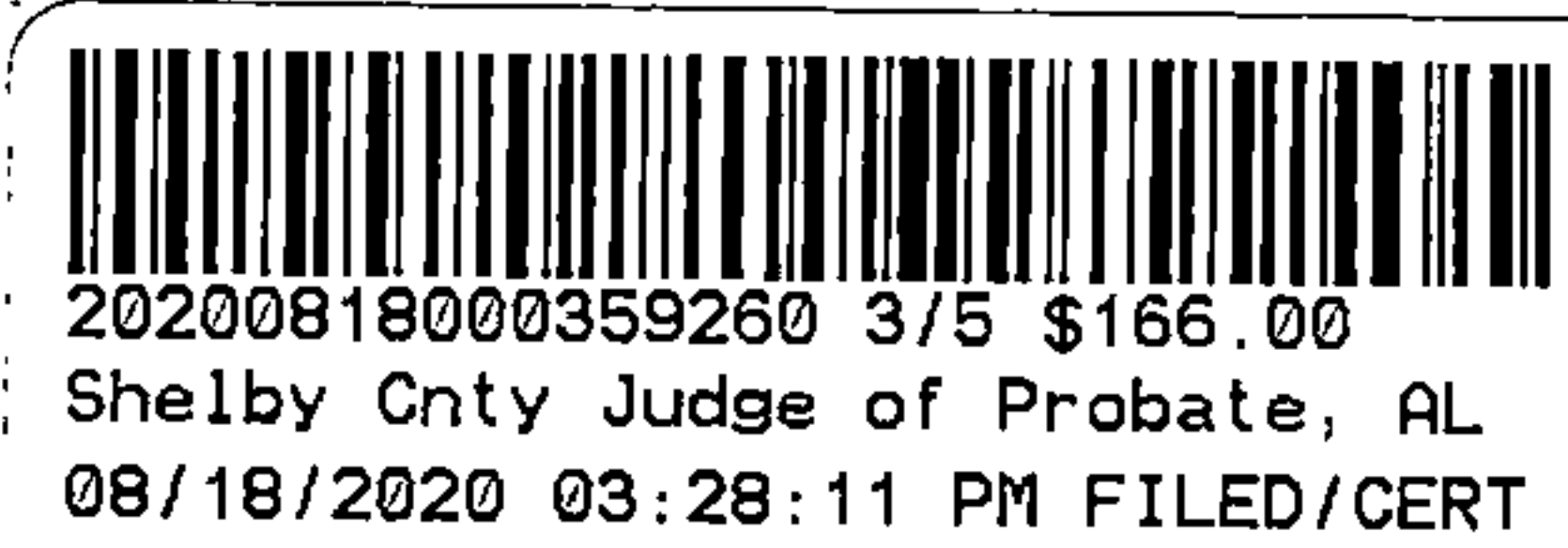
10. The number of Directors constituting the initial Board of Directors is three (3). The initial Directors names
and addresses must be listed in this Certificate of Formation.

Director's Name: Stacey Love

Street (**No PO Boxes**) address of Director: 144 Garden Drive, South Plainfield, NJ 07080

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

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Director's Name: Kimberly Robinson

Street (**No PO Boxes**) address of Director: 266 Jasmine Drive, Alabaster, AL 35007

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

Director's Name: Tiarah Thomas

Street (**No PO Boxes**) address of Director: 266 Jasmine Drive, Alabaster, AL 35007

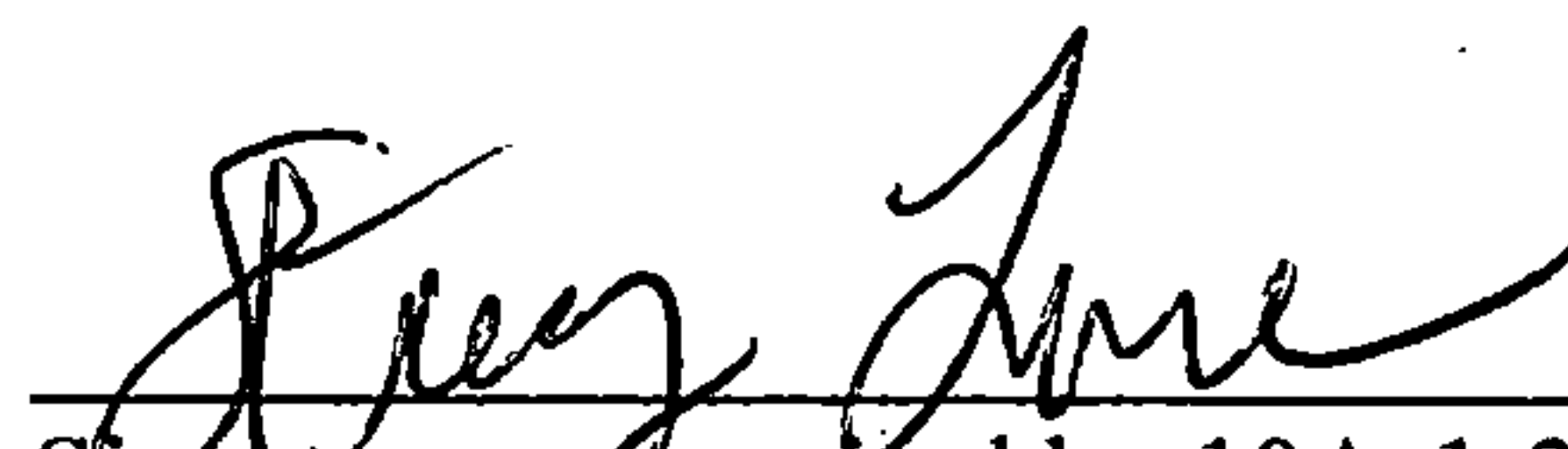
Mailing address of Director(s) - (if different from street address):

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.

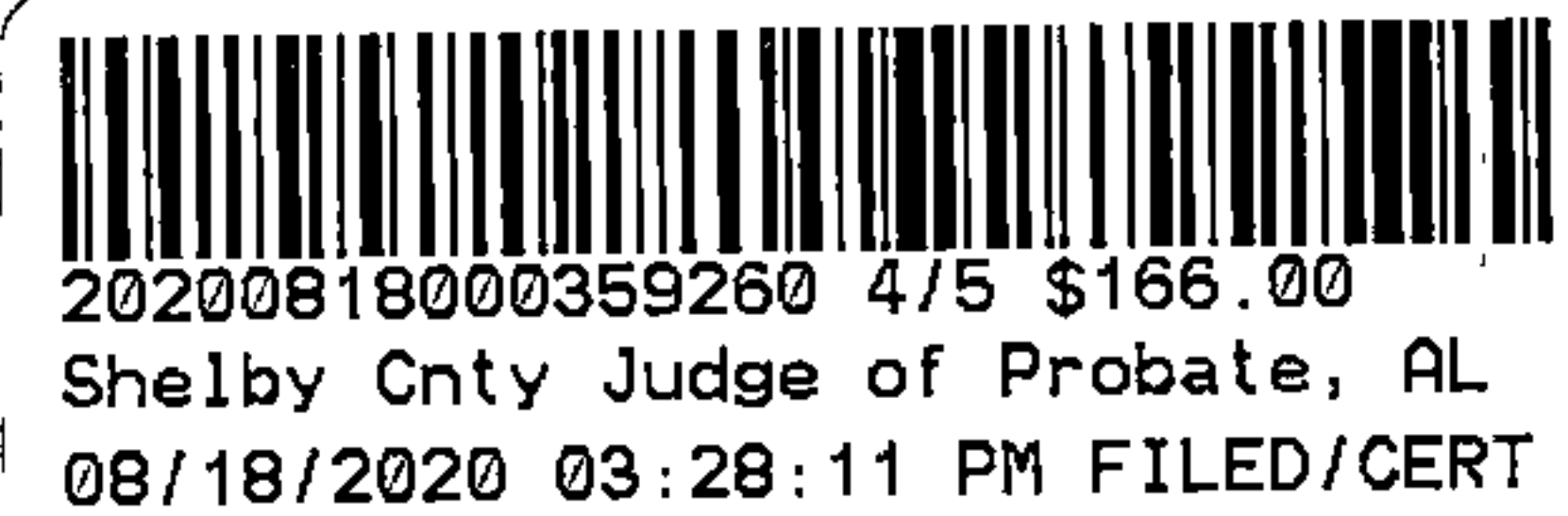
☒ Attached are any other provisions that are not inconsistent with law relating to organization, ownership, governance, business, or regulation of the internal affairs of the nonprofit corporation, including any provisions for distribution of assets on dissolution or final liquidation.

08 / 04 / 2020
Date (MM/DD/YYYY)


Signature as required by 10A-1-3.04

Stacey Love
Typed Name of Above Signature

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



STATE OF ALABAMA

**DOMESTIC NONPROFIT CORPORATION
CERTIFICATE OF FORMATION**

**ATTACHMENT PAGE
of
Alabama Prep Academy Barons, Inc.**

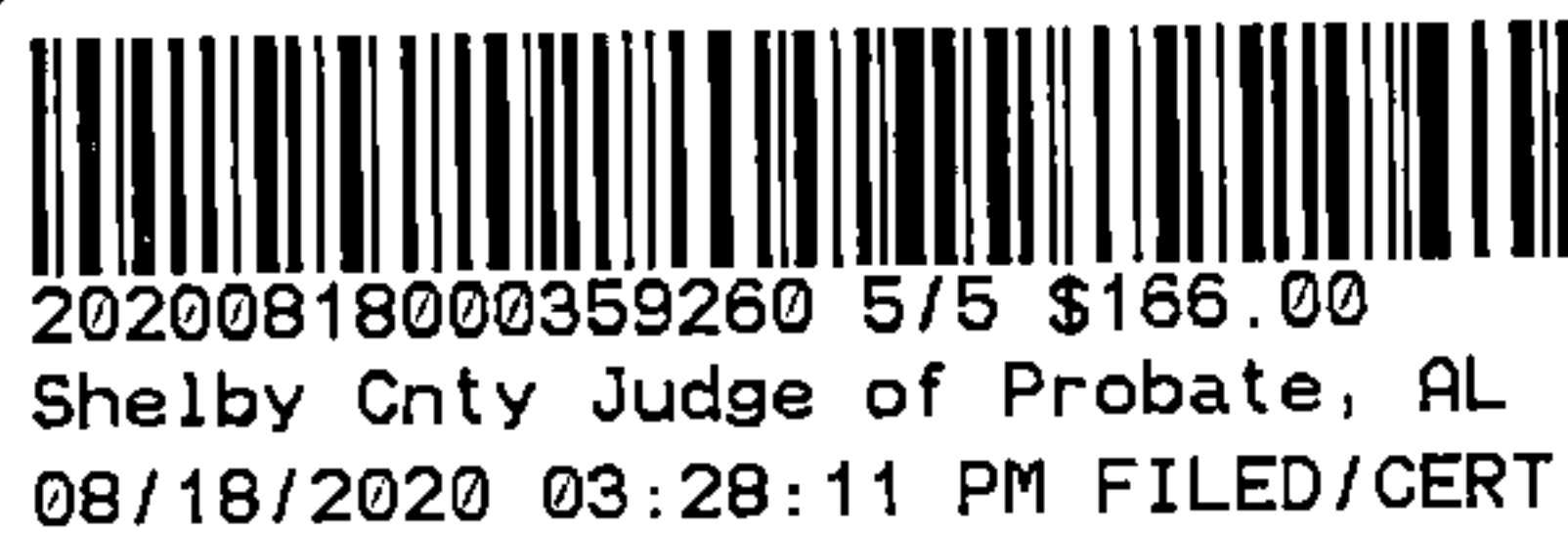
12. Distribution of assets upon dissolution of the Corporation: Upon the dissolution of the corporation, the board of directors shall make provision for payment of any debts of the corporation; any remaining assets after payment of all debts shall be distributed to tax exempt organizations for one or 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. 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 corporation 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.

No part of the net earnings of the corporation 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 hereof.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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 corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation 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 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.

The corporation shall not be organized or operated for the primary purpose of carrying on or operating a business of a kind regularly carried on for profit.

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:

Alabama Prep Academy Barons, Inc.

This name reservation is for the exclusive use of Stacey Love, 266 Jasmine Drive, Albaster, AL 35007 for a period of one year beginning August 04, 2020 and expiring August 04, 2021



RES897650

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.

August 04, 2020

Date

John H. Merrill

Secretary of State