

**CERTIFICATE OF INCORPORATION
OF
THE PUBLIC BUILDING AUTHORITY OF THE CITY OF ALABASTER**

STATE OF ALABAMA)
 :
SHELBY COUNTY)

TO: THE HONORABLE JUDGE OF PROBATE
 OF SHELBY COUNTY, ALABAMA

We, the undersigned incorporators, each of whom is a natural person of the age of twenty-one (21) years or more, and a resident and duly qualified elector of, and property owner within, the City of Alabaster, Alabama (herein called the "City"), desiring to organize a corporation (herein called the "Authority") under Chapter 56 of Title 11 of the Code of Alabama 1975, as amended (herein called the "Act"), with all of the rights, powers and privileges of a body corporate and politic and a political subdivision of the State organized under said Act and under the Constitution and laws of the State of Alabama (except to the extent such powers are expressly limited hereinafter), hereby make and file this Certificate of Incorporation as required by said Act, and certify as follows:

THE PUBLIC BUILDING AUTHORITY OF THE CITY OF ALABASTER

ARTICLE I

The following are the names of the incorporators of the Authority, and each is a resident and duly qualified elector of, and owner of real property within, the City.

<u>Name of Incorporator</u>	<u>Address of Residence</u>
Brian Joseph Binzer	173 Sterling Gate Drive Alabaster, Alabama 35007
Richard Allan Ellis, Jr.	1123 Whippoorwill Drive Alabaster, AL 35007
John Richard Haggard	312 Fox Valley Highlands Circle Maylene, AL 35114

ARTICLE II

The name of the Authority is "The Public Building Authority of the City of Alabaster".



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Shelby Cnty Judge of Probate, AL
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ARTICLE III

The location of the principal office of the Authority shall be 1953 Municipal Way, Alabaster, Alabama, 35007.

ARTICLE IV

The number of directors (each herein called a "Director") of the board of directors of the Authority (herein called the "Board of Directors") shall be three (3). Directors shall be appointed to the Board of Directors by the governing body of the City.

ARTICLE V

The Board of Directors shall adopt such rules and bylaws for the governance and operation of the Authority as said Board of Directors shall deem necessary or appropriate.

ARTICLE VI

In the event of the dissolution of the Authority, all assets thereof shall be distributed to the City.

* * * * *

WITNESS our hands as incorporators of the Authority this 9th day of September, 2020 (herein called the "Execution Date").

Brian Joseph Binzer

Richard Allan Ellis Jr.

John Richard Haggard



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Shelby Cnty Judge of Probate, AL
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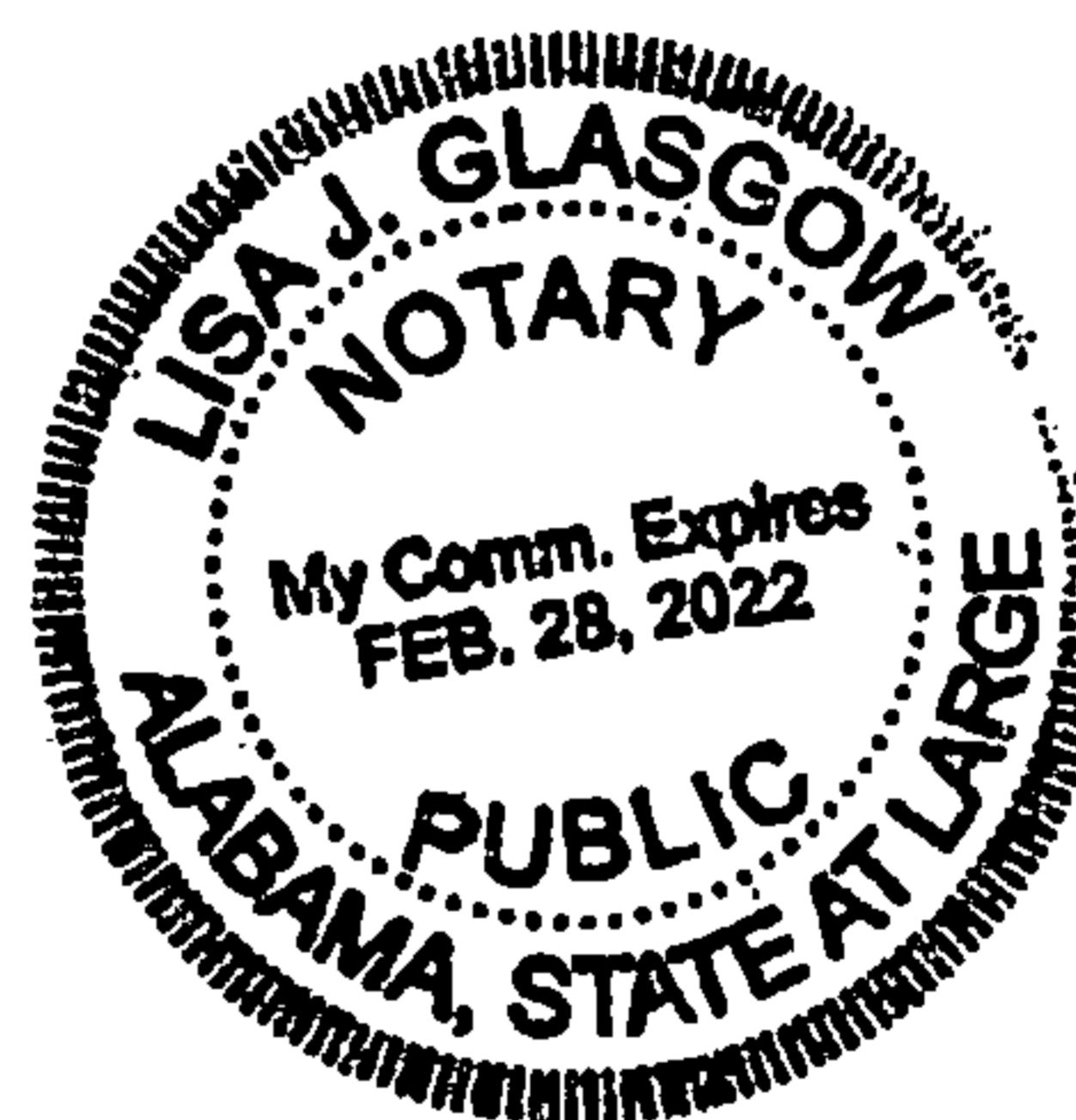
STATE OF ALABAMA)
 :
SHELBY COUNTY)

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that **JOHN RICHARD HAGGARD**, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the within instrument, he executed the same voluntarily on the aforesaid Execution Date.

GIVEN under my hand and official seal of office, this 9th day of September, 2020.

[NOTARIAL SEAL]


Notary Public





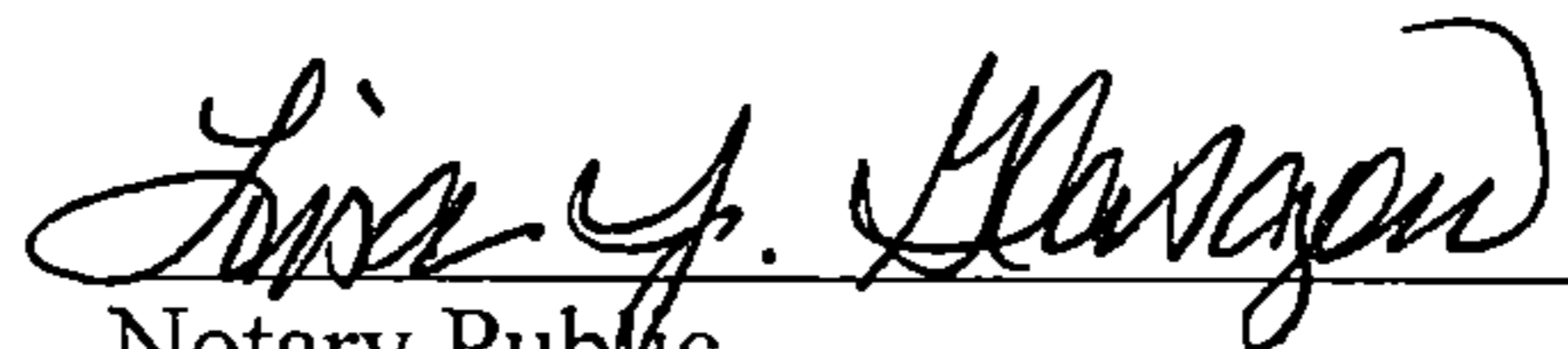
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STATE OF ALABAMA)
 :
SHELBY COUNTY)

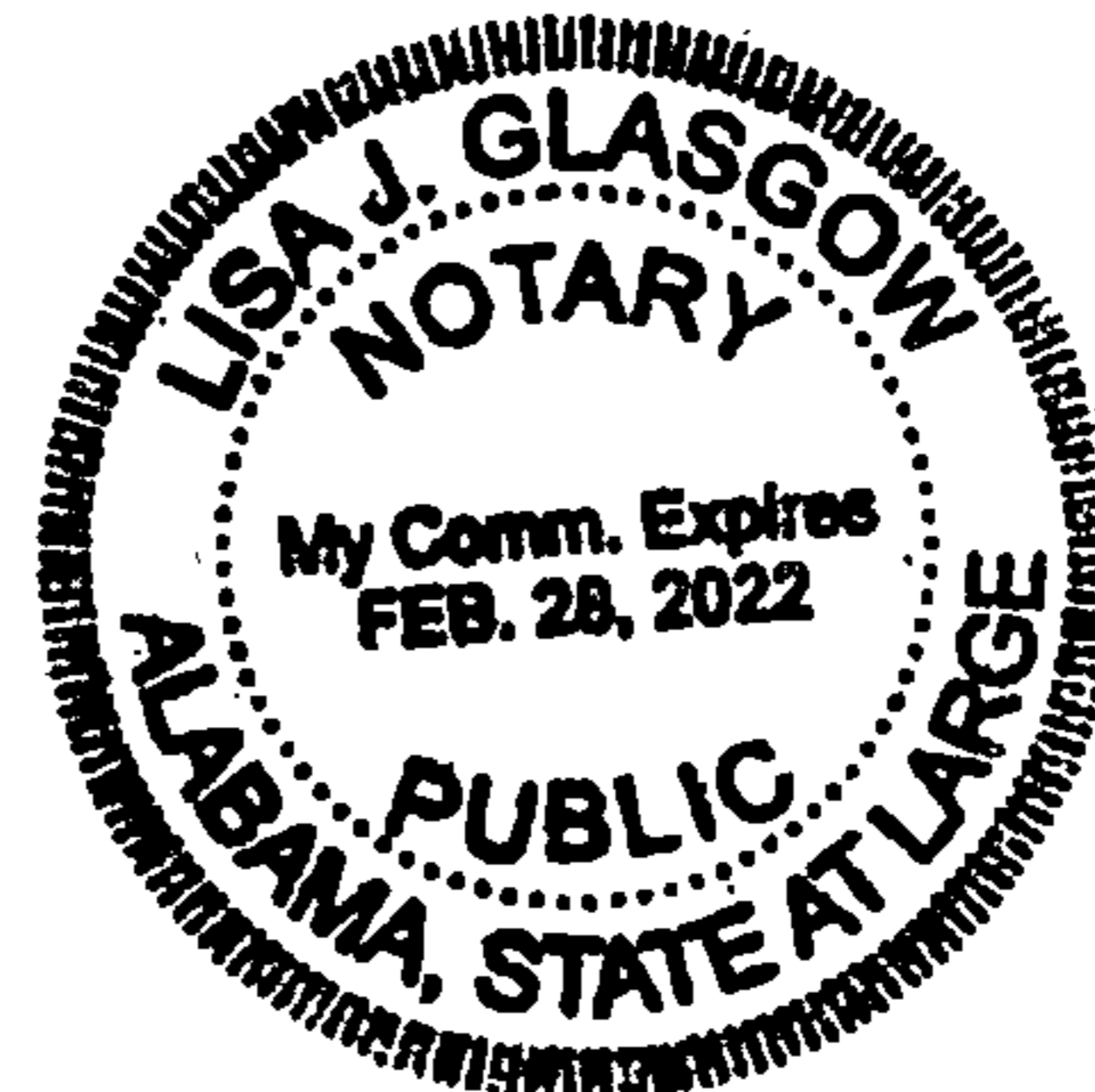
I, the undersigned, a Notary Public in and for said county in said state, hereby certify that **BRIAN JOSEPH BINZER**, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the within instrument, he executed the same voluntarily on the aforesaid Execution Date.

GIVEN under my hand and official seal of office, this 9th day of September, 2020.

[NOTARIAL SEAL]



Notary Public



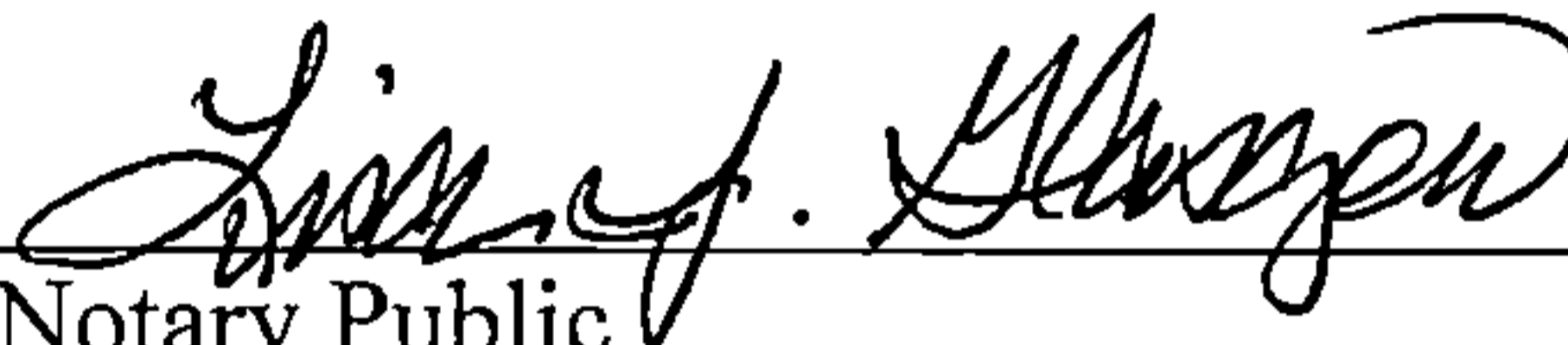
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STATE OF ALABAMA)
 :
SHELBY COUNTY)

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that **RICHARD ALLAN ELLIS, JR.**, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the within instrument, he executed the same voluntarily on the aforesaid Execution Date.

GIVEN under my hand and official seal of office, this 9th day of September, 2020.

[NOTARIAL SEAL]


Notary Public



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Marty B. Handlon
Mayor



J. Mark Frey
City Clerk

Office of the City Clerk

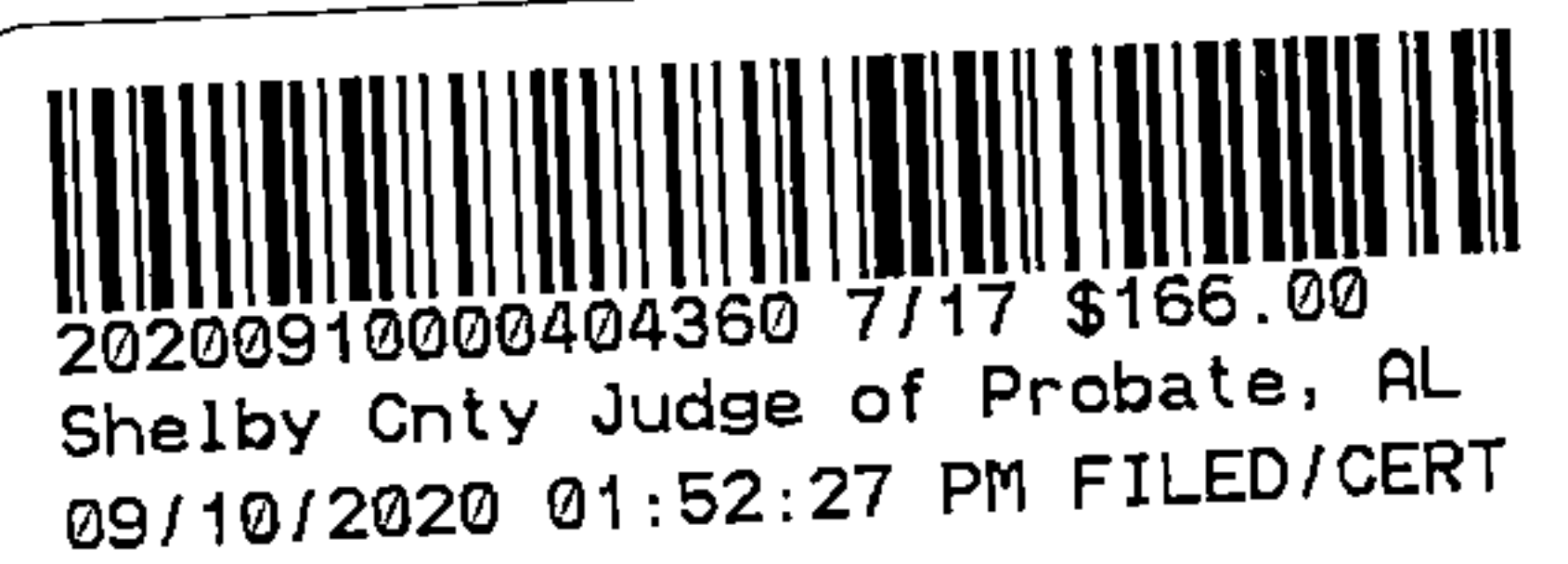
September 9, 2020

I, J. Mark Frey, as the undersigned qualified City Clerk of the City of Alabaster, Alabama, and by State Law, the custodian of all records of the City of Alabaster, Alabama, do hereby certify that the attached document (Resolution 090820-C), is a true copy of an original document on file in the permanent records in the Clerk's Office at City Hall within the corporate limits of the City of Alabaster, Alabama, kept in the ordinary course of business of the City.

IN WITNESS WHEREOF, these documents are true and accurate, and I have hereunto set my hand and affixed the official seal of the City of Alabaster on this 9th Day of September 2020.


J. Mark Frey, City Clerk

Council Member BEDSOLE introduced the following Resolution, which was seconded by Council Member ELLIS



RESOLUTION NO. 090820-C

**A RESOLUTION APPROVING AN APPLICATION FOR THE FORMATION OF THE
PUBLIC BUILDING AUTHORITY OF THE CITY OF ALABASTER**

BE IT RESOLVED by the City Council (the "Council") of the City of Alabaster (the "City"), as follows:

Section 1. Findings. (a) The City, upon evidence duly submitted to and considered by it, hereby finds and determines that Brian Joseph Binzer, Richard Allan Ellis, Jr., and John Richard Haggard (collectively, the "Incorporators") have filed with the Council an application in writing for permission to apply for the incorporation, under the provisions of Chapter 56 of of Title 11 (the "Act") of the Code of Alabama 1975, as amended, (the "Code"), of a body corporate and politic and a political subdivision of the State of Alabama to be known as "The Public Building Authority of the City of Alabaster" (the "Authority"). Said application (the "Application"), which includes the form of certificate of incorporation for the Authority (the "Certificate of Incorporation"), is attached hereto as Exhibit I.

(b) The City has undertaken to examine and determined that each of the residences identified at the mailing address of (i) 213 Fox Valley Highlands Circle, Maylene, Alabama 35114, (ii) 173 Sterling Gate Drive, Alabaster, Alabama 35007, and (iii) 1123 Whippoorwill Drive, Alabaster, Alabama 35007, is located entirely within the City.


(c) Attached as Exhibit II hereto is a certificate from the Secretary of State of the State of Alabama that the name of the Authority as aforesaid is not identical to that of any other entity organized under the laws of the State or so similar thereto as to lead to confusion and uncertainty (the "Certificate of the Secretary of State").

Section 2. Authorization for Incorporation of Authority. Having reviewed and considered the Application and proposed Certificate of Incorporation accompanied therewith, the Council (i) approves the Application and declares that it is wise, expedient and necessary that the Authority be formed, (ii) approves the Certificate of Incorporation, and (iii) authorizes the Incorporators to proceed to form the Authority by filing for record pursuant to the Act, including without limitation Section 11-56-5 thereof, the Certificate of Incorporation, together with the Certificate of the Secretary of State, with the office of the Judge of Probate of Shelby County, Alabama, all in accordance with the applicable provisions of the Act.

ADOPTED on this the 8th day of September, 2020.

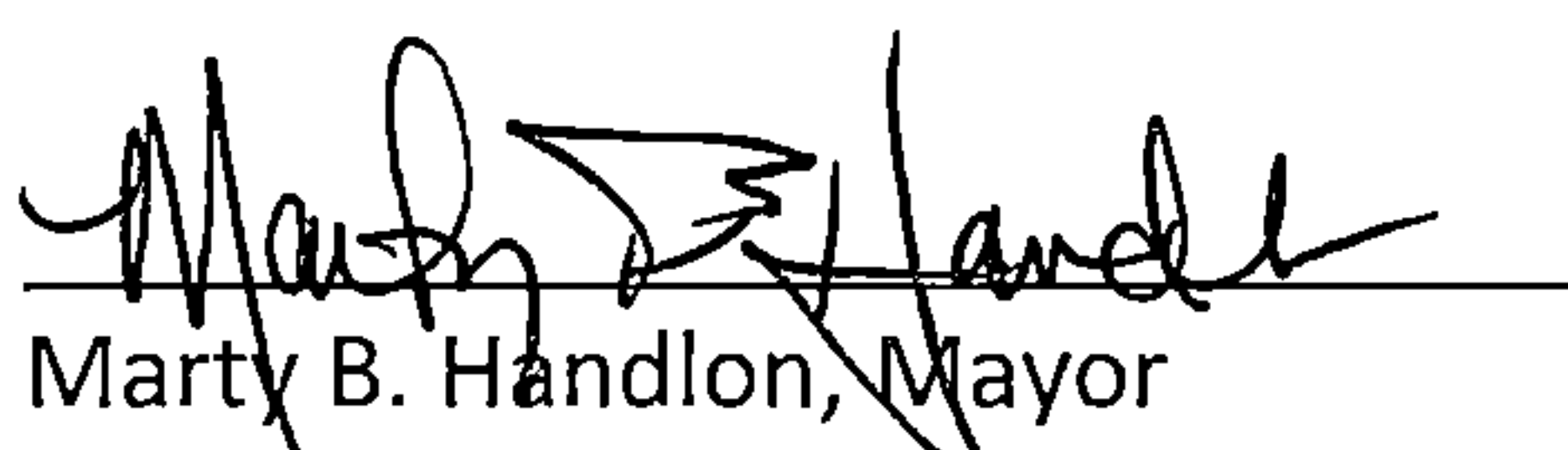
ATTEST:

CITY OF ALABASTER, ALABAMA


J. Mark Frey, City Clerk



Sophie Martin, Council President Pro Tem

APPROVED:


Marty B. Handlon, Mayor

RESOLUTION NO. 090820-C

Exhibit I
Application to form Authority



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Shelby Cnty Judge of Probate, AL
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RESOLUTION NO. 090820-C

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**APPLICATION FOR INCORPORATION OF
THE PUBLIC BUILDING AUTHORITY OF THE CITY OF ALABASTER**

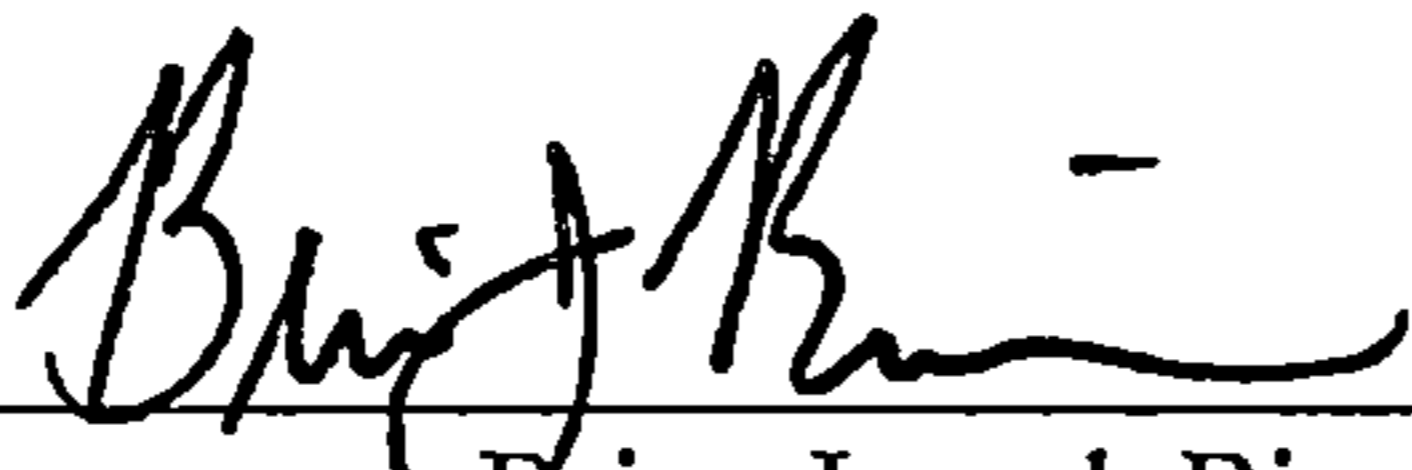
TO: THE CITY COUNCIL OF THE CITY OF ALABASTER

(1) We, the undersigned, each of whom is a natural person of the age of twenty-one (21) years or more, propose to incorporate a corporation pursuant to the provisions of Chapter 56 of Title 11 of the Code of Alabama 1975, as amended (the "Act"), and do hereby file with you, as the governing body of the City of Alabaster, Alabama (the "Council"), this application, and by so doing apply for authority to incorporate a body corporate and politic and a political subdivision of the State pursuant to the provisions of the Act to be known as "The Public Building Authority of the City of Alabaster" (the "Authority").

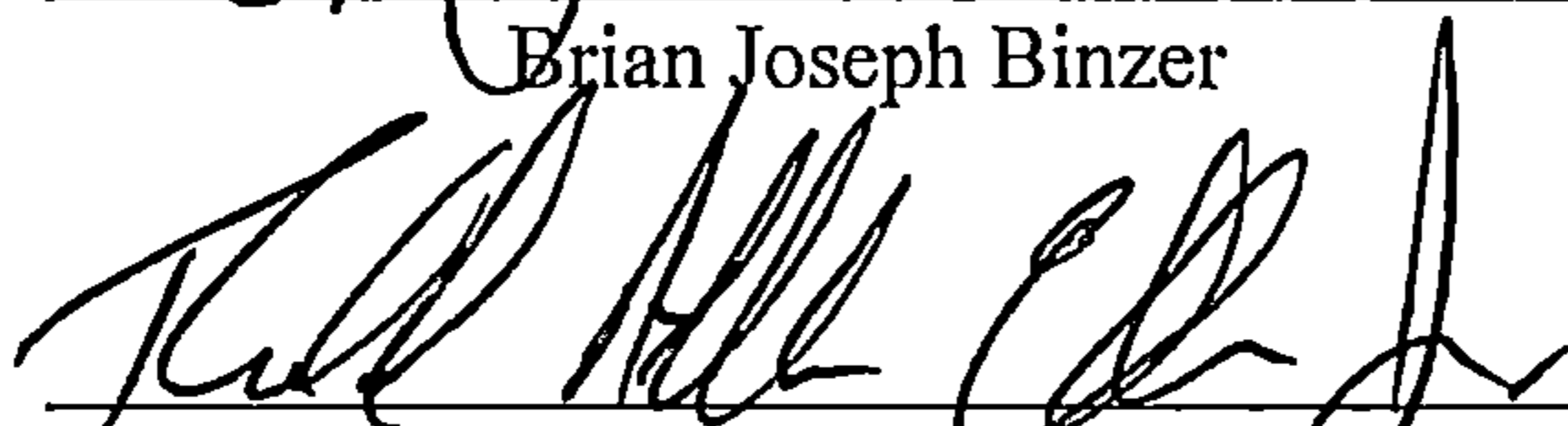
(2) Each of the undersigned is a resident and duly qualified elector of, and owner of real property within, the City of Alabaster, Alabama (the "City").

(3) It is hereby requested that the Council adopt a resolution declaring that it is wise, expedient and necessary that the Authority be formed, approving this written application, and authorizing the undersigned to proceed to form the Authority, thereby causing the undersigned to become the incorporators of the Authority, by filing for record a certificate of incorporation for the Authority, the form of which is attached hereto as Exhibit A, all in accordance with and in the manner provided in the Act.

WITNESS our signatures this 3rd day of September, 2020.



Brian Joseph Binzer



Richard Allan Ellis, Jr.



John Richard Haggard

Exhibit A
Form of Certificate of Incorporation

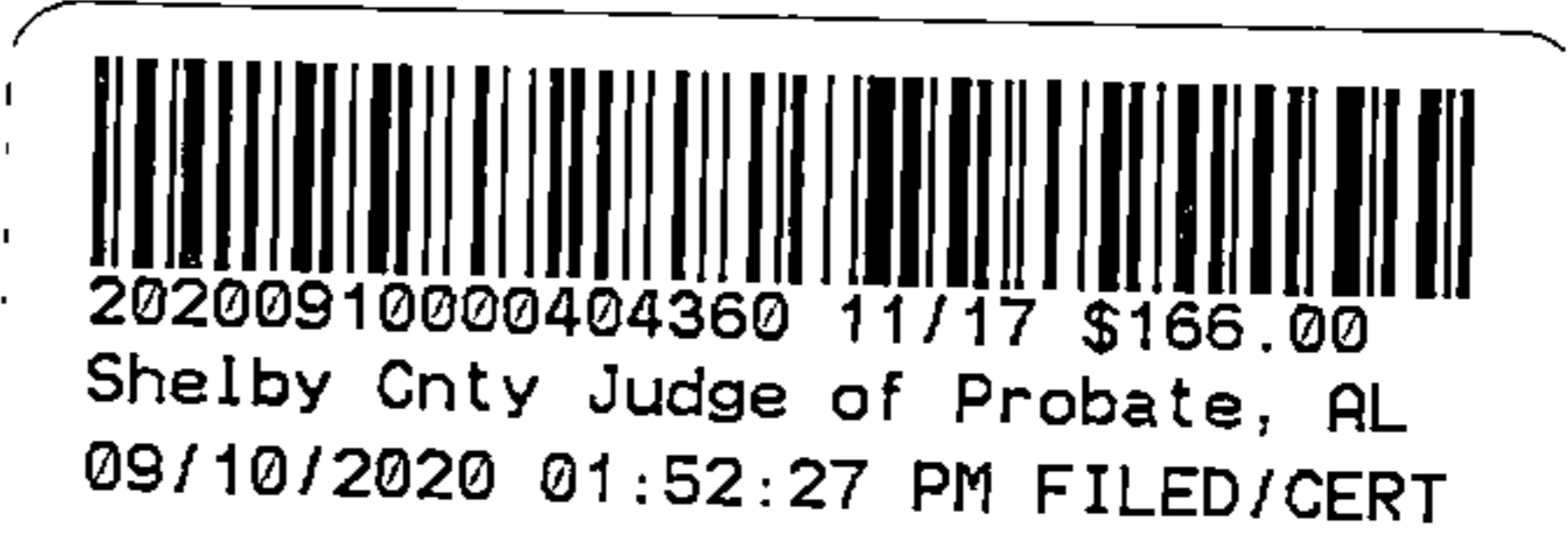


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RESOLUTION NO. 090820-C

**CERTIFICATE OF INCORPORATION
OF
THE PUBLIC BUILDING AUTHORITY OF THE CITY OF ALABASTER**

STATE OF ALABAMA)
 :
SHELBY COUNTY)



TO: THE HONORABLE JUDGE OF PROBATE
 OF SHELBY COUNTY, ALABAMA

We, the undersigned incorporators, each of whom is a natural person of the age of twenty-one (21) years or more, and a resident and duly qualified elector of, and property owner within, the City of Alabaster, Alabama (herein called the "City"), desiring to organize a corporation (herein called the "Authority") under Chapter 56 of Title 11 of the Code of Alabama 1975, as amended (herein called the "Act"), with all of the rights, powers and privileges of a body corporate and politic and a political subdivision of the State organized under said Act and under the Constitution and laws of the State of Alabama (except to the extent such powers are expressly limited hereinafter), hereby make and file this Certificate of Incorporation as required by said Act, and certify as follows:

THE PUBLIC BUILDING AUTHORITY OF THE CITY OF ALABASTER

ARTICLE I

The following are the names of the incorporators of the Authority, and each is a resident and duly qualified elector of, and owner of real property within, the City.

<u>Name of Incorporator</u>	<u>Address of Residence</u>
Brian Joseph Binzer	173 Sterling Gate Drive Alabaster, Alabama 35007
Richard Allan Ellis, Jr.	1123 Whippoorwill Drive Alabaster, AL 35007
John Richard Haggard	312 Fox Valley Highlands Circle Maylene, AL 35114

ARTICLE II

The name of the Authority is "The Public Building Authority of the City of Alabaster".



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ARTICLE III

The location of the principal office of the Authority shall be 1953 Municipal Way, Alabaster, Alabama, 35007.

ARTICLE IV

The number of directors (each herein called a "Director") of the board of directors of the Authority (herein called the "Board of Directors") shall be three (3). Directors shall be appointed to the Board of Directors by the governing body of the City.

ARTICLE V

The Board of Directors shall adopt such rules and bylaws for the governance and operation of the Authority as said Board of Directors shall deem necessary or appropriate.

ARTICLE VI

In the event of the dissolution of the Authority, all assets thereof shall be distributed to the City.

* * * * *

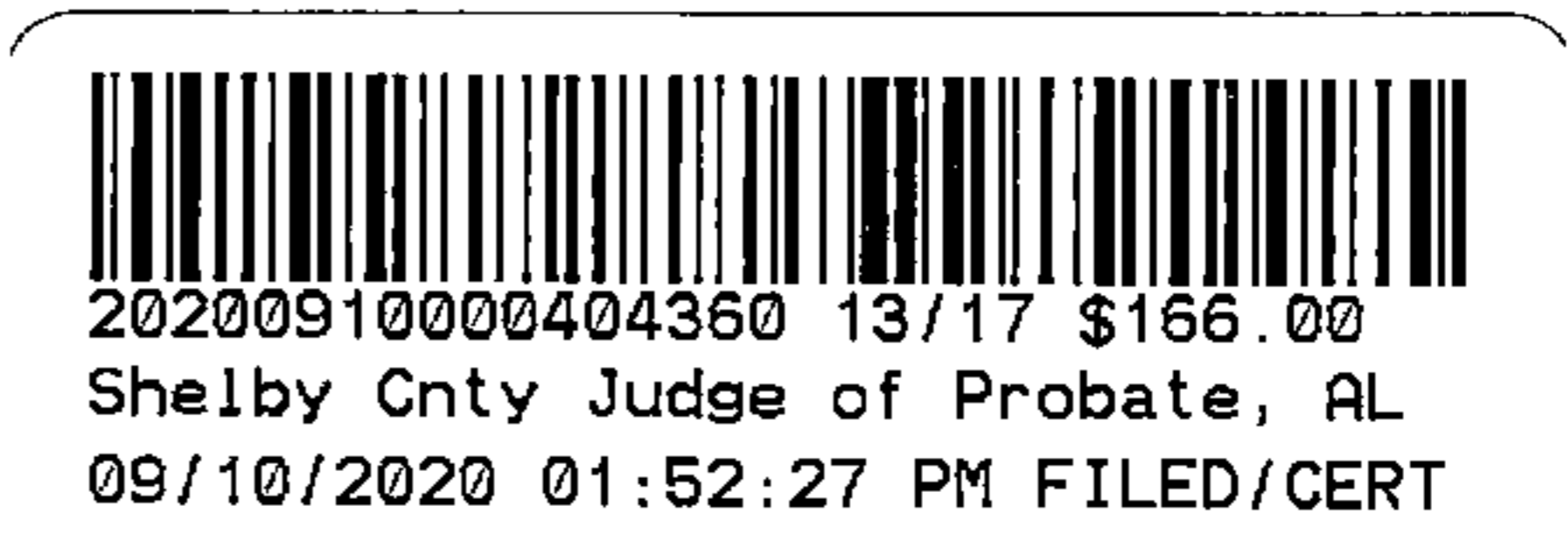
WITNESS our hands as incorporators of the Authority this ____ day of September, 2020 (herein called the "Execution Date").

 Brian Joseph Binzer

 Richard Allan Ellis Jr.

 John Richard Haggard

STATE OF ALABAMA)
 :
SHELBY COUNTY)



I, the undersigned, a Notary Public in and for said county in said state, hereby certify that **BRIAN JOSEPH BINZER**, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the within instrument, he executed the same voluntarily on the aforesaid Execution Date.

GIVEN under my hand and official seal of office, this ____ day of September, 2020.

[NOTARIAL SEAL]

Notary Public



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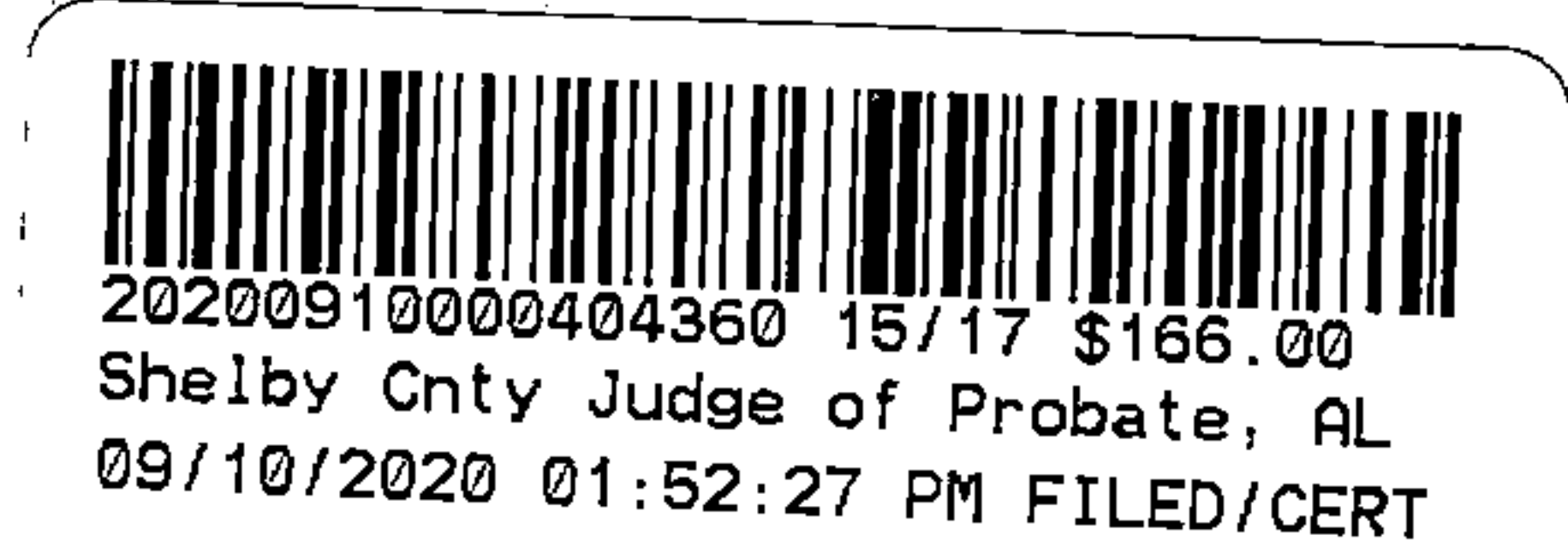
STATE OF ALABAMA)
 :
SHELBY COUNTY)

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that **RICHARD ALLAN ELLIS, JR.**, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the within instrument, he executed the same voluntarily on the aforesaid Execution Date.

GIVEN under my hand and official seal of office, this ____ day of September, 2020.

[NOTARIAL SEAL]

Notary Public



STATE OF ALABAMA)
 :
SHELBY COUNTY)

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that **JOHN RICHARD HAGGARD**, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the within instrument, he executed the same voluntarily on the aforesaid Execution Date.

GIVEN under my hand and official seal of office, this ____ day of September, 2020.

[NOTARIAL SEAL]

Notary Public

Exhibit II
Certificate of Secretary of State



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JOHN H. MERRILL
SECRETARY OF STATE

ALABAMA STATE CAPITOL
MONTGOMERY, AL 36130

STATE OF ALABAMA

I, John H. Merrill, Secretary of State of the 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 examination of the entity records on file in this office, the following entity name is not identical to that of any other entity organized under the laws of the state or so nearly similar thereto as to lead to confusion and uncertainty in accordance with Alabama Code section 11-56-1 et seq and is reserved as available: **The Public Building Authority of the City of Alabaster.** This name reservation is for the exclusive use of Bradley Arant Boult Cumming LLP, 1819 5th Avenue North, Birmingham, Alabama 35203 for a period of one year beginning August 19, 2020 and expiring August 19, 2021.



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.

Date August 19, 2020

John H. Merrill

Secretary of State