



20220526000213860 1/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

**CERTIFICATE OF INCORPORATION  
OF  
THE CALERA DOWNTOWN REDEVELOPMENT AUTHORITY**

STATE OF ALABAMA     )  
                                  :  
SHELBY COUNTY         )

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

We, the undersigned incorporators, each 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 Calera, Alabama (herein called the "City"), desiring to incorporate a public corporation (herein called the "Authority") under Chapter 54A 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 public corporation under the laws of the State of Alabama 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:

ARTICLE I

The following are the names of the incorporators of the Authority, and each is a duly qualified elector of the City having a place of residence in the City set forth directly across his or her name.

<u>Name of Incorporator</u>	<u>Address of Residence</u>
Clara Faye Baxley	1934 10 <sup>th</sup> Avenue Calera, Alabama 35040
Jackie Lynn Batson	1048 Pine Valley Drive Calera, Alabama 35040
Karl Kemp	409 Oakwell Cove Calera, Alabama 35040

ARTICLE II

The name of the Authority is "The Calera Downtown Redevelopment Authority".

ARTICLE III

The period for the duration of the Authority shall be perpetual, subject to the provisions of Section 11-54A-20 of the Act.

ARTICLE IV

On May 16, 2022, the City Council of the City of Calera (the "Council"), being the governing body of the City of Calera, Alabama (the "City"), adopted the resolution required by the Act, including pursuant to Section 11-54A-4 thereof approving the application to create, and authorizing the creation of, the Authority.

ARTICLE V

The location of the principal office of the Authority shall be 7901 Highway 31, Calera, Alabama 35040, which is entirely within the corporate limits of the City.

ARTICLE VI

The Authority is organized pursuant to the provisions of Chapter 54A of Title 11 of the Code of Alabama 1975, as amended.

ARTICLE VII


The number of members of the board of directors of the Authority (herein called the "Board of Directors") shall be three (3). Members of the Board of Directors shall be appointed by the Council. The Board of Directors may, but shall not be required to, adopt such rules and bylaws for the governance and operation of the Authority as said Board of Directors shall deem necessary or appropriate.

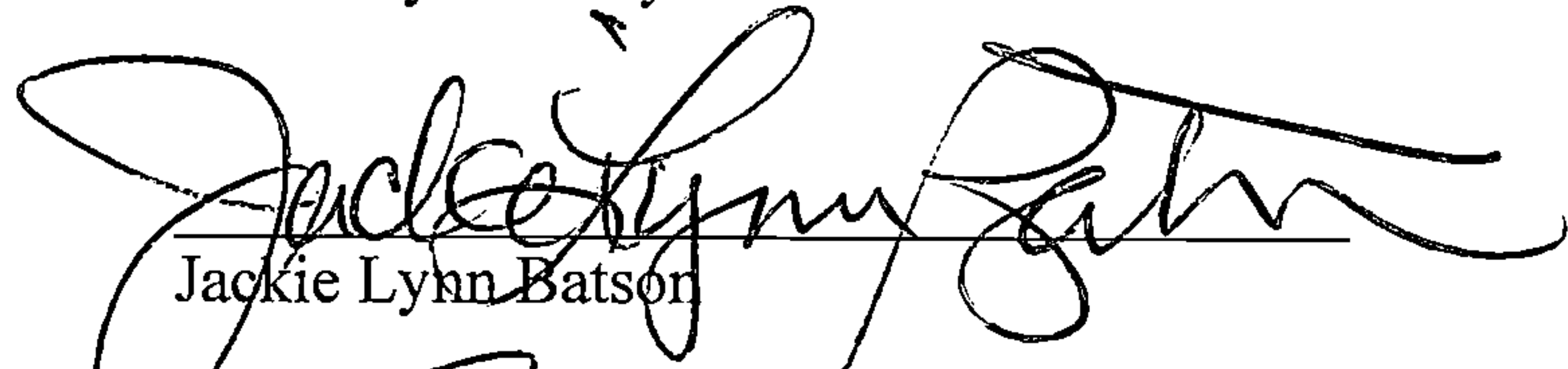
ARTICLE VIII

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 17 day of May, 2022 (herein called the "Execution Date").

  
Clara Faye Baxley

  
Jackie Lynn Batson

  
Karl Kemp



20220526000213860 3/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

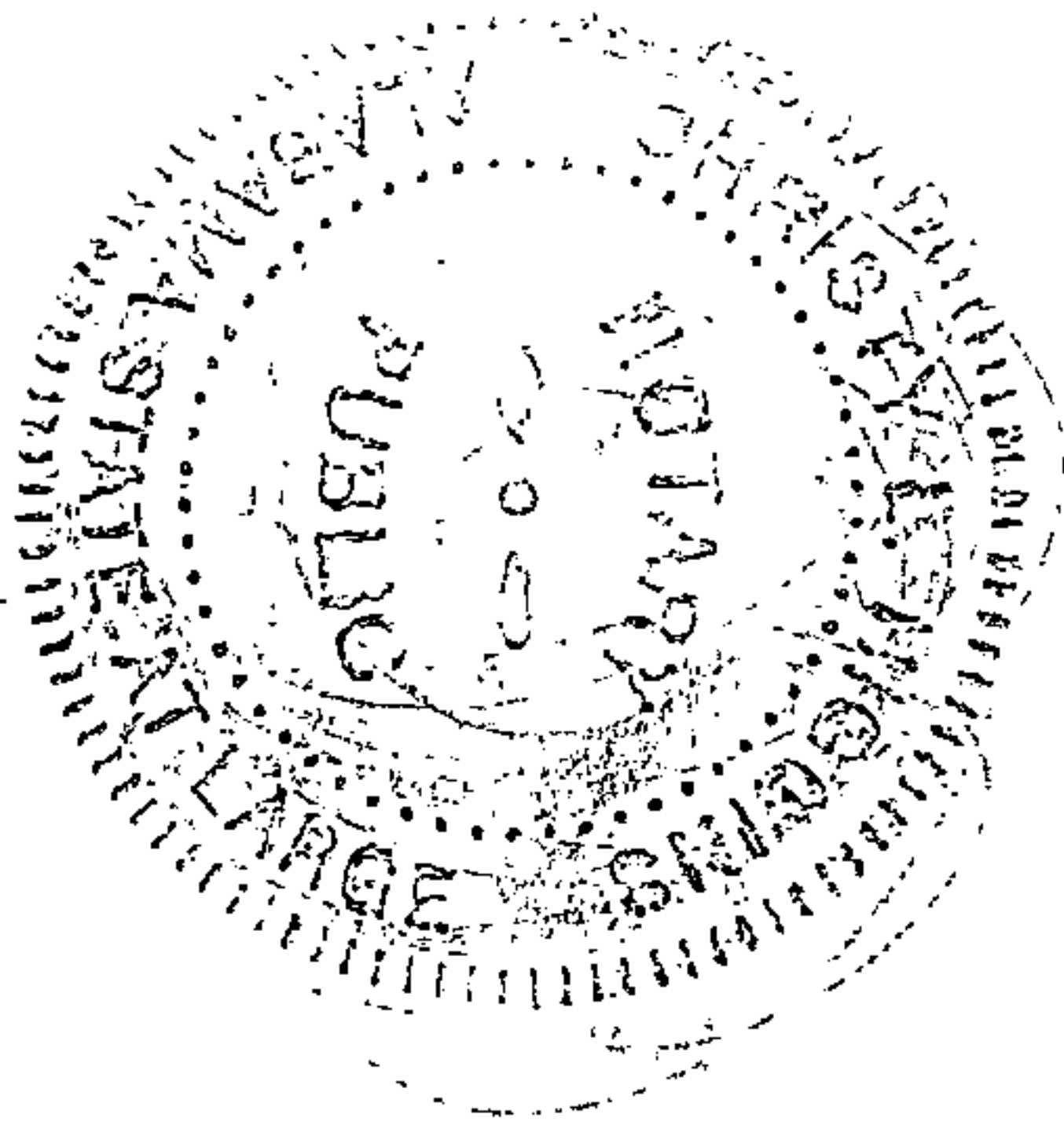
STATE OF ALABAMA     )  
                                     :  
SHELBY COUNTY         )

20220525000213860 4/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that **Clara Faye Baxley**, 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.

2022.                   GIVEN under my hand and official seal of office, this 17 day of May

[NOTARIAL SEAL]



Christy L. Diegins  
Notary Public

My Commission Expires June 3, 2024





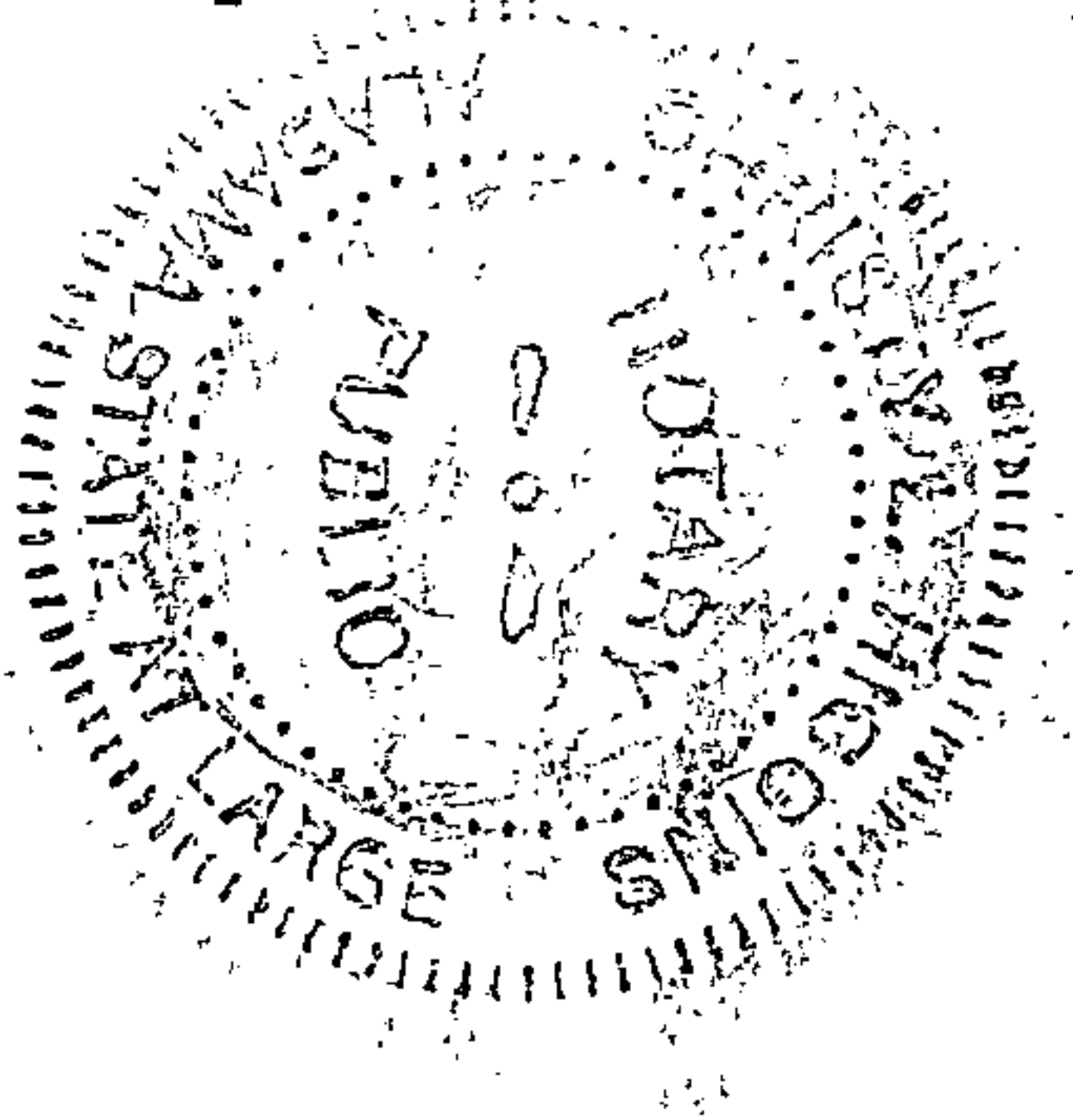
20220526000213860 5/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

STATE OF ALABAMA     )  
                                  :  
SHELBY COUNTY         )

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that **Jackie Lynn Batson**, 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.

2022.                   GIVEN under my hand and official seal of office, this 17 day of May

[NOTARIAL SEAL]



Christy L. Higgins  
Notary Public

**My Commission Expires June 3, 2024**



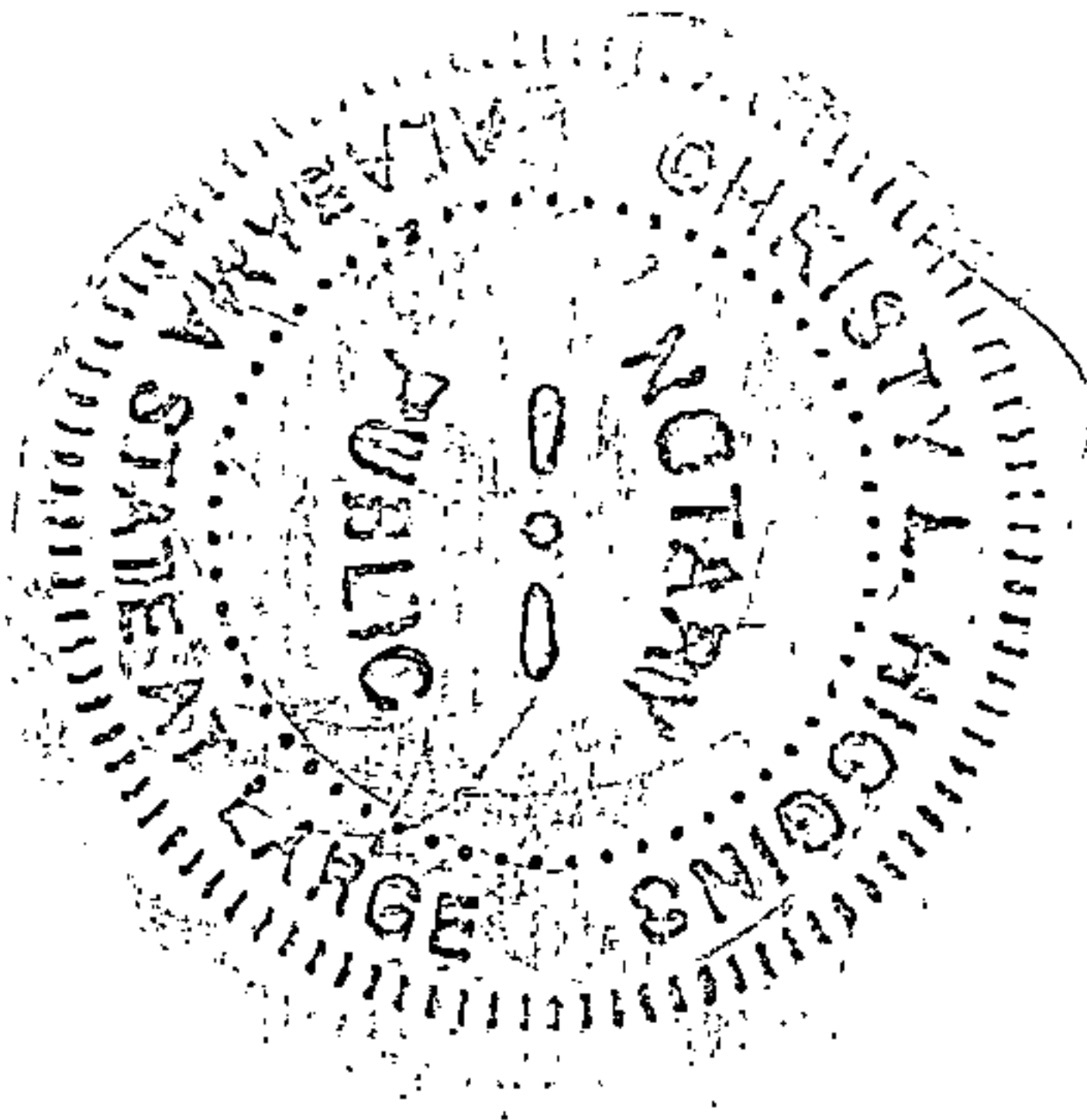
20220526000213860 6/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

STATE OF ALABAMA     )  
                                  :  
SHELBY COUNTY         )

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that **Karl Kemp**, 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 17 day of May, 2022.

[NOTARIAL SEAL]



Christy L. Higgins  
Notary Public

**My Commission Expires June 3, 2024**



20220526000213860 7/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

**APPLICATION FOR INCORPORATION OF  
THE CALERA DOWNTOWN REDEVELOPMENT AUTHORITY**

---

**TO: THE CITY COUNCIL OF THE CITY OF CALERA**

(1) We, the undersigned, each a natural person of the age of twenty-one (21) years or more, do hereby file this written application with the City Council (the "Council") of the City of Calera, Alabama (the "City"), to incorporate a public corporation pursuant to Chapter 54A of Title 11 of the Code of Alabama 1975, as amended, for the authority to incorporate a public corporation under the laws of the State of Alabama, including the provisions of Chapter 54A of Title of the Code of Alabama 1975, as amended, to be known as "The Calera Downtown Redevelopment Authority" (the "Authority").


(2) The proposed location of the principal office of the Authority is 7901 Highway 31, Calera, Alabama 35040, which is located entirely within the corporate limits of the City.

(3) Each of the undersigned is a resident and duly qualified elector of the City.

(4) It is hereby requested that the Council adopt a resolution declaring that it is wise, expedient, and necessary that the Authority be formed and authorizing the undersigned applicants to proceed to form the Authority by the filing for record a certificate of incorporation, the form of which is attached hereto as Exhibit A, all in accordance with and in the manner provided in Chapter 54A of Title 11 of the Code of Alabama 1975, as amended, including without limitation Section 11-54A-5 thereof.

WITNESS our signatures this 13<sup>th</sup> day of May, 2022.

  
Clara Faye Baxley

  
Jackie Lynn Batson

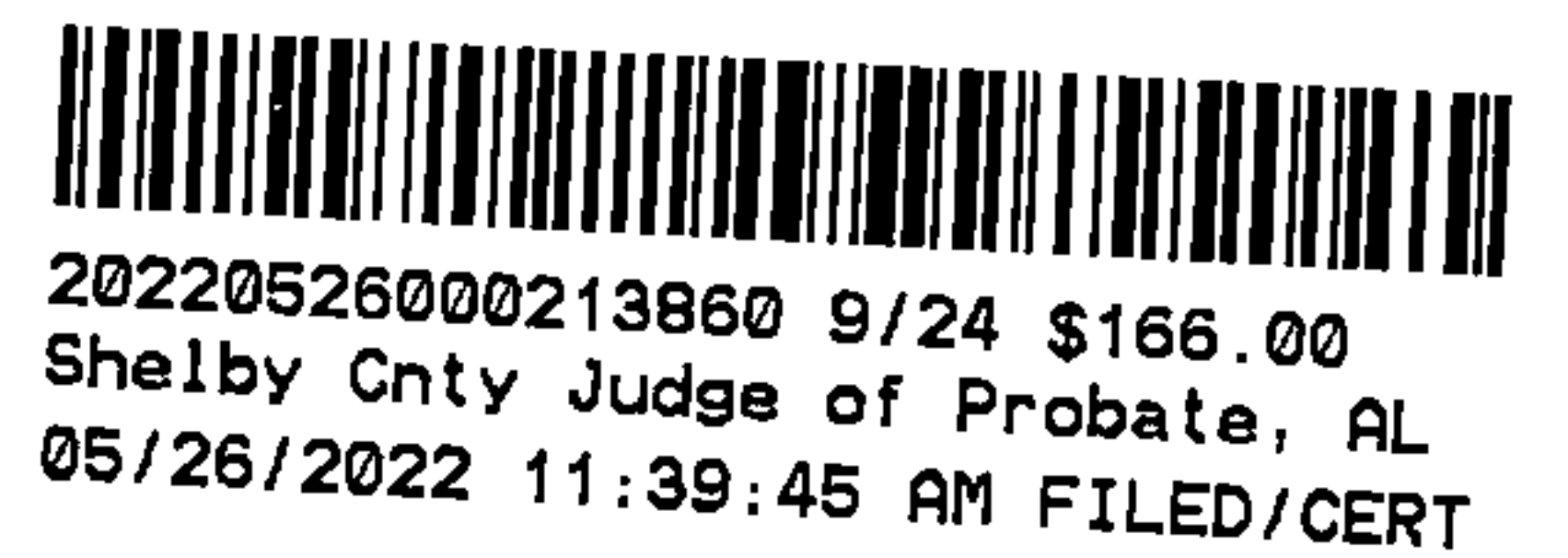
  
Karl Kemp

**Exhibit A**  
**Form of Certificate of Incorporation**



20220526000213860 8/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT





**CERTIFICATE OF INCORPORATION  
OF  
THE CALERA DOWNTOWN REDEVELOPMENT AUTHORITY**

STATE OF ALABAMA     )  
                                  :  
SHELBY COUNTY         )

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

We, the undersigned incorporators, each 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 Calera, Alabama (herein called the "City"), desiring to incorporate a public corporation (herein called the "Authority") under Chapter 54A 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 public corporation under the laws of the State of Alabama 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:

ARTICLE I

The following are the names of the incorporators of the Authority, and each is a duly qualified elector of the City having a place of residence in the City set forth directly across his or her name.

<u>Name of Incorporator</u>	<u>Address of Residence</u>
Clara Faye Baxley	1934 10 <sup>th</sup> Avenue Calera, Alabama 35040
Jackie Lynn Batson	1048 Pine Valley Drive Calera, Alabama 35040
Karl Kemp	409 Oakwell Cove Calera, Alabama 35040

ARTICLE II

The name of the Authority is "The Calera Downtown Redevelopment Authority".



20220526000213860 10/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

### ARTICLE III

The period for the duration of the Authority shall be perpetual, subject to the provisions of Section 11-54A-20 of the Act.

### ARTICLE IV

On May 16, 2022, the City Council of the City of Calera (the "Council"), being the governing body of the City of Calera, Alabama (the "City"), adopted the resolution required by the Act, including pursuant to Section 11-54A-4 thereof approving the application to create, and authorizing the creation of, the Authority.

### ARTICLE V

The location of the principal office of the Authority shall be 7901 Highway 31, Calera, Alabama 35040, which is entirely within the corporate limits of the City.

### ARTICLE VI

The Authority is organized pursuant to the provisions of Chapter 54A of Title 11 of the Code of Alabama 1975, as amended.

### ARTICLE VII

The number of members of the board of directors of the Authority (herein called the "Board of Directors") shall be three (3). Members of the Board of Directors shall be appointed by the Council. The Board of Directors may, but shall not be required to, adopt such rules and bylaws for the governance and operation of the Authority as said Board of Directors shall deem necessary or appropriate.

### ARTICLE VIII

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 \_\_\_\_\_, 2022 (herein called the "Execution Date").

\_\_\_\_\_  
Clara Faye Baxley

\_\_\_\_\_  
Jackie Lynn Batson

\_\_\_\_\_  
Karl Kemp



20220526000213860 11/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

STATE OF ALABAMA     )  
                                  :  
SHELBY COUNTY         )



20220526000213860 12/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that **Clara Faye Baxley**, 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 \_\_\_\_\_,  
2022.

[NOTARIAL SEAL]

\_\_\_\_\_  
Notary Public



STATE OF ALABAMA     )  
                                     :  
SHELBY COUNTY         )



20220526000213860 13/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that **Jackie Lynn Batson**, 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.

2022.                   GIVEN under my hand and official seal of office, this \_\_\_\_ day of \_\_\_\_\_,

[NOTARIAL SEAL]

\_\_\_\_\_  
Notary Public

STATE OF ALABAMA     )  
                                  :  
SHELBY COUNTY         )



20220526000213860 14/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that **Karl Kemp**, 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 \_\_\_\_\_, 2022.

[NOTARIAL SEAL]

\_\_\_\_\_  
Notary Public

Mayor Graham introduced the following Resolution:



20220526000213860 15/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

**RESOLUTION NO. 2022-17**

**A RESOLUTION APPROVING AN APPLICATION FOR THE FORMATION OF  
THE CALERA DOWNTOWN REDEVELOPMENT AUTHORITY**

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

**Section 1. Findings.**

(a) The City, upon evidence submitted to and considered by it, hereby finds and determines that Clara Faye Baxley, Jackie Lynn Batson, and Karl Kemp (collectively, the "Applicants") have filed with the Council an application in writing for permission to apply for the incorporation, under the provisions of Chapter 54A of Title 11 (the "Act") of the Code of Alabama 1975, as amended, of a public corporation under the laws of the State of Alabama to be known as "The Calera Downtown Redevelopment Authority" (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 has determined that each residence identified at the mailing address set forth in the said form of Certificate of Incorporation is located entirely within the corporate limits of the City, and that each of the Applicants currently is a duly qualified elector in the City.

**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 Applicants to proceed to form the Authority by filing for record the Certificate of Incorporation, once completed and signed in accordance with the requirements of the Act, and the other information as set forth and provided in Section 11-54A-5 of the Act, with the office of the Judge of Probate of Shelby County, Alabama, all in accordance with the applicable provisions of the Act.


Council Member Turner moved that Resolution No. R-2022-17 be adopted. Council Member Watts seconded said motion and upon vote, the results were as follows:

AYES: Busby, Cost, Graham, Montgomery, Morgan, Turner, Watts

NAYS: None

Mayor Graham declared Resolution No. R-2022-14 adopted.


Adopted this 16<sup>th</sup> day of May, 2022.

  
Jon G. Graham, Mayor

ATTEST:

  
Connie Payton, City Clerk

**Exhibit I**  
**Application to Form Authority**

  
20220526000213860 16/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT





20220526000213860 17/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

**APPLICATION FOR INCORPORATION OF  
THE CALERA DOWNTOWN REDEVELOPMENT AUTHORITY**

---

**TO: THE CITY COUNCIL OF THE CITY OF CALERA**

(1) We, the undersigned, each a natural person of the age of twenty-one (21) years or more, do hereby file this written application with the City Council (the "Council") of the City of Calera, Alabama (the "City"), to incorporate a public corporation pursuant to Chapter 54A of Title 11 of the Code of Alabama 1975, as amended, for the authority to incorporate a public corporation under the laws of the State of Alabama, including the provisions of Chapter 54A of Title of the Code of Alabama 1975, as amended, to be known as "The Calera Downtown Redevelopment Authority" (the "Authority").

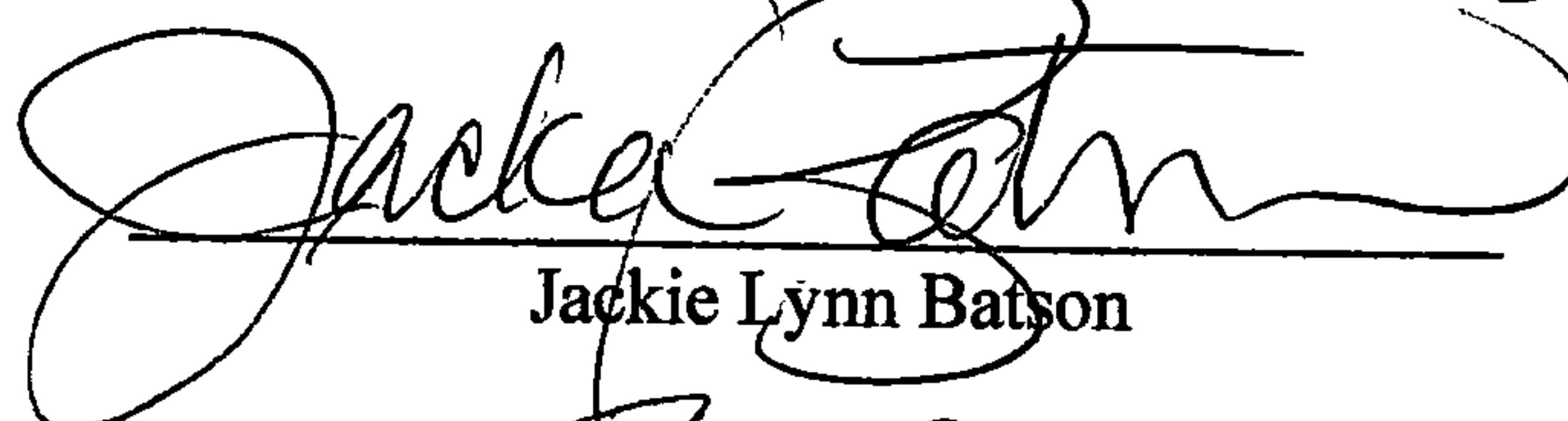
(2) The proposed location of the principal office of the Authority is 7901 Highway 31, Calera, Alabama 35040, which is located entirely within the corporate limits of the City.

(3) Each of the undersigned is a resident and duly qualified elector of the City.

(4) It is hereby requested that the Council adopt a resolution declaring that it is wise, expedient, and necessary that the Authority be formed and authorizing the undersigned applicants to proceed to form the Authority by the filing for record a certificate of incorporation, the form of which is attached hereto as Exhibit A, all in accordance with and in the manner provided in Chapter 54A of Title 11 of the Code of Alabama 1975, as amended, including without limitation Section 11-54A-5 thereof.

WITNESS our signatures this 13<sup>th</sup> day of May, 2022.

  
Clara Faye Baxley

  
Jackie Lynn Batson

  
Karl Kemp




20220526000213860 18/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

**Exhibit A**  
**Form of Certificate of Incorporation**

**CERTIFICATE OF INCORPORATION  
OF  
THE CALERA DOWNTOWN REDEVELOPMENT AUTHORITY**

STATE OF ALABAMA     )  
                                     :  
SHELBY COUNTY         )

  
20220526000213860 19/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

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

We, the undersigned incorporators, each 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 Calera, Alabama (herein called the "City"), desiring to incorporate a public corporation (herein called the "Authority") under Chapter 54A 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 public corporation under the laws of the State of Alabama 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:

ARTICLE I

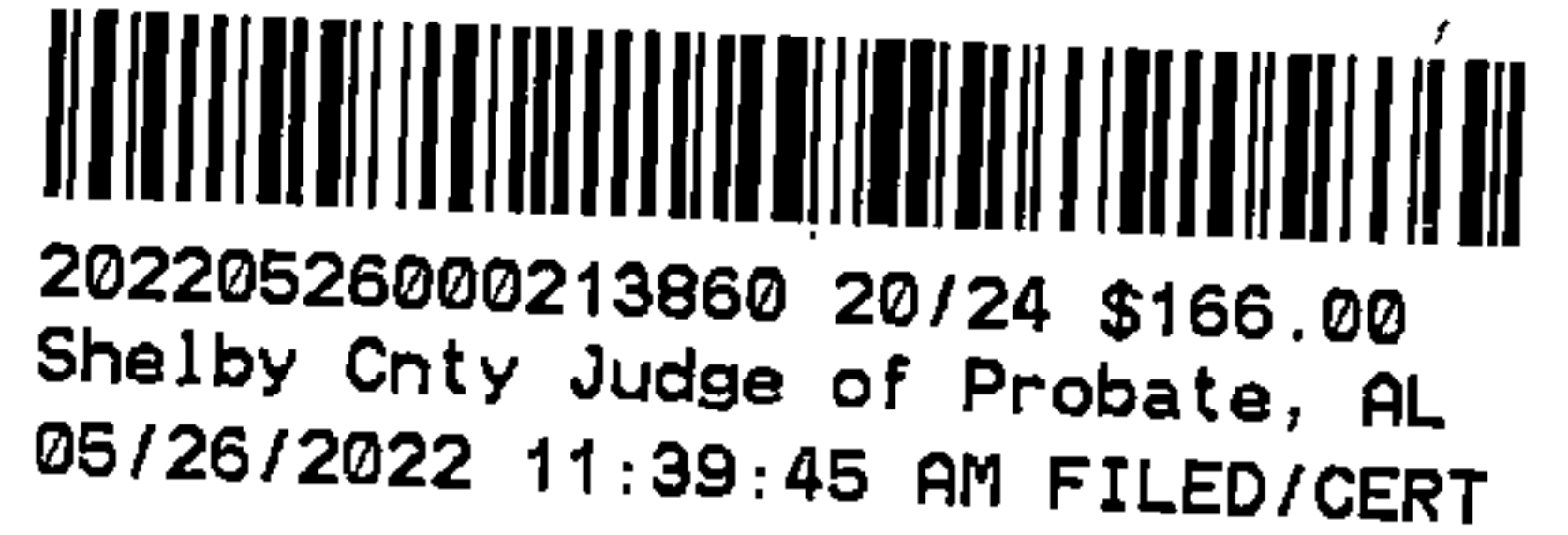
The following are the names of the incorporators of the Authority, and each is a duly qualified elector of the City having a place of residence in the City set forth directly across his or her name.

<u>Name of Incorporator</u>	<u>Address of Residence</u>
Clara Faye Baxley	1934 10 <sup>th</sup> Avenue Calera, Alabama 35040
Jackie Lynn Batson	1048 Pine Valley Drive Calera, Alabama 35040
Karl Kemp	409 Oakwell Cove Calera, Alabama 35040

ARTICLE II

The name of the Authority is "The Calera Downtown Redevelopment Authority".





### ARTICLE III

The period for the duration of the Authority shall be perpetual, subject to the provisions of Section 11-54A-20 of the Act.

### ARTICLE IV

On May 16, 2022, the City Council of the City of Calera (the "Council"), being the governing body of the City of Calera, Alabama (the "City"), adopted the resolution required by the Act, including pursuant to Section 11-54A-4 thereof approving the application to create, and authorizing the creation of, the Authority.

### ARTICLE V

The location of the principal office of the Authority shall be 7901 Highway 31, Calera, Alabama 35040, which is entirely within the corporate limits of the City.

### ARTICLE VI

The Authority is organized pursuant to the provisions of Chapter 54A of Title 11 of the Code of Alabama 1975, as amended.

### ARTICLE VII

The number of members of the board of directors of the Authority (herein called the "Board of Directors") shall be three (3). Members of the Board of Directors shall be appointed by the Council. The Board of Directors may, but shall not be required to, adopt such rules and bylaws for the governance and operation of the Authority as said Board of Directors shall deem necessary or appropriate.

### ARTICLE VIII

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

\* \* \* \* \*





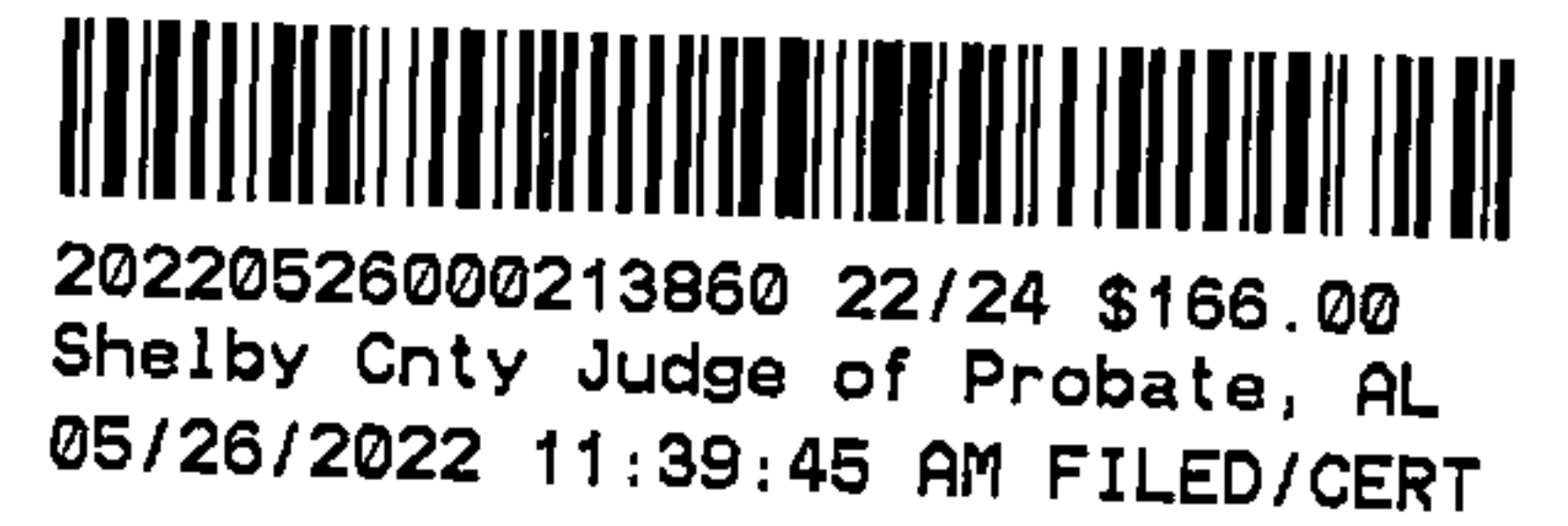
20220526000213860 21/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

WITNESS our hands as incorporators of the Authority this \_\_\_\_\_ day of \_\_\_\_\_, 2022 (herein called the "Execution Date").

\_\_\_\_\_  
Clara Faye Baxley

\_\_\_\_\_  
Jackie Lynn Batson

\_\_\_\_\_  
Karl Kemp



STATE OF ALABAMA     )  
                                     :  
SHELBY COUNTY         )

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that **Clara Faye Baxley**, 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 \_\_\_\_\_,  
2022.

[NOTARIAL SEAL]

\_\_\_\_\_  
Notary Public



20220526000213860 23/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

STATE OF ALABAMA     )  
                                     :  
SHELBY COUNTY         )

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that **Jackie Lynn Batson**, 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 \_\_\_\_\_,  
2022.

[NOTARIAL SEAL]

\_\_\_\_\_  
Notary Public

20220526000213860 24/24 \$166.00  
Shelby Cnty Judge of Probate, AL  
05/26/2022 11:39:45 AM FILED/CERT

STATE OF ALABAMA     )  
                                  :  
SHELBY COUNTY         )

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that **Karl Kemp**, 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 \_\_\_\_\_, 2022.

[NOTARIAL SEAL]

\_\_\_\_\_  
Notary Public