

AMENDED AND RESTATED

These Articles of Incorporation are filed in amendment and restatement of the Articles of Incorporation recorded in Instrument No. 20241209000377840 for the within District.

**ARTICLES OF INCORPORATION
OF
WALKER SPRINGS IMPROVEMENT DISTRICT**

December 16, 2024

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, in order to form an improvement district to be known as "Walker Springs Improvement District" (the "District") as a public corporation under and pursuant to Chapter 99A of Title 11 of the Code of Alabama 1975 (the "Governing Law"), do hereby make, sign, execute, acknowledge and file these articles of incorporation:

Article One

The name of the District shall be Walker Springs Improvement District.

The District is organized pursuant to the provisions of Chapter 99A of Title 11 of the Code of Alabama 1975.

Article Two

The names and mailing addresses of the undersigned incorporators are:

Mr. Robin Trimm
121 Bishop Circle
Pelham, Alabama 35124

Mr. Glenn Siddle
121 Bishop Circle
Pelham, Alabama 35124

Mr. Brandon Todd
121 Bishop Circle
Pelham, Alabama 35124

Article Three

The name of the appointing government is the City of Alabaster, Alabama.

On November 25, 2024 the governing body of the City of Alabaster, Alabama adopted a resolution approving and authorizing the incorporation of the District in accordance with the Governing Law, a certified copy of which resolution is attached hereto as Exhibit A and made a part hereof.

Article Four

The names and addresses of the members of the initial board of directors of the District and their initial terms of office are as follows:

<u>Name</u>	<u>Term of Office</u>
Glenn Siddle	November 1, 2028
Brandon Todd	November 1, 2029
Robin Trimm	November 1, 2030

Article Five

The duration of the District shall be perpetual, subject to the provisions of the Governing Law.

Article Six

The location of the principal office of the District (and its post office address) shall be:

c/o Newcastle Development, LLC
121 Bishop Circle
Pelham, Alabama 35124

Article Seven

The District shall have all powers conferred on corporations of like nature by the Governing Law, and any amendment thereof heretofore or hereafter made, and all other powers conferred upon corporations generally by the laws of Alabama not in conflict with the Governing Law, as heretofore or hereafter amended.

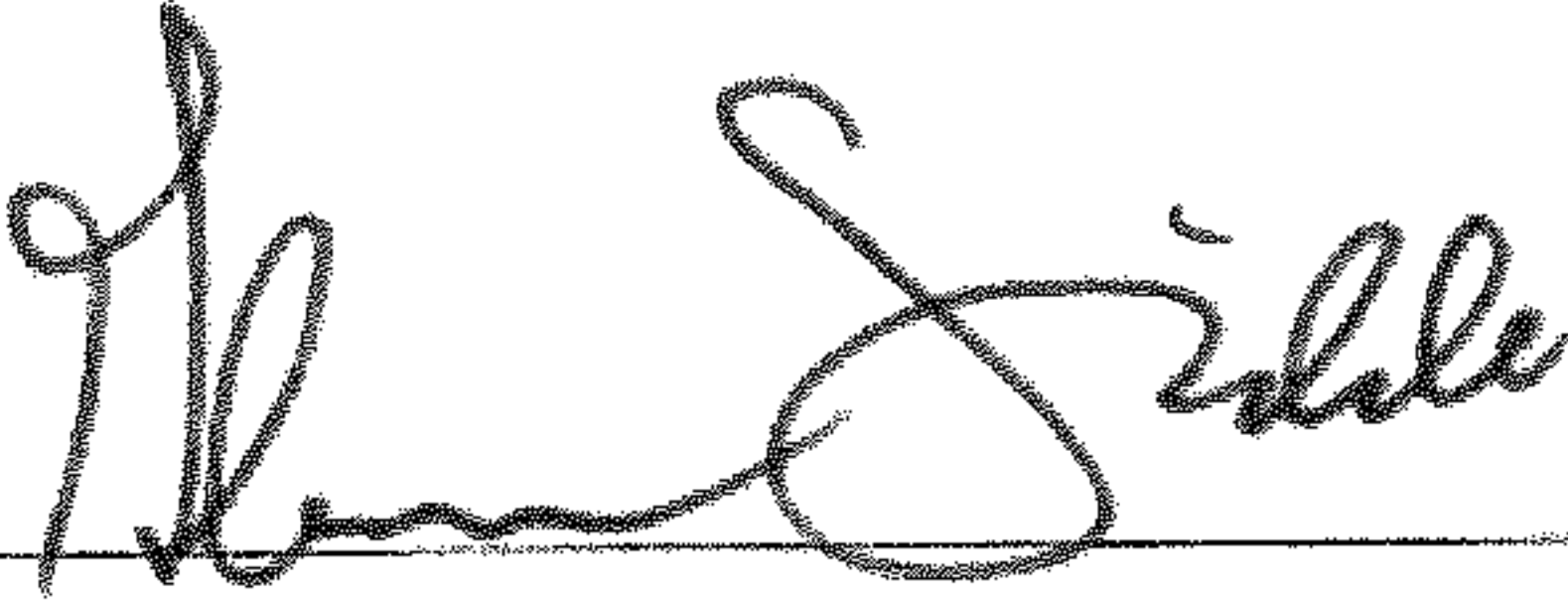
Article Eight

The District shall be a non-profit corporation and no part of the net earnings thereof shall inure to the benefit of any private person or entity of any nature whatsoever.

Article Nine

Upon dissolution of the District as provided by the Governing Law, title to all funds and properties owned by the District shall be conveyed and distributed to, and shall vest in, The City of Alabaster, Alabama (or its successor).


IN WITNESS WHEREOF, the undersigned have signed these articles of incorporation on and as of the date and year first above written.



Glenn Siddle



Brandon Todd



Robin Trimm

STATE OF ALABAMA

SHELBY COUNTY

The undersigned, a notary public in and for said County in said State, do hereby certify that Glan Siddle, whose name is signed to the foregoing Articles of Incorporation and who is known to me, acknowledged before me on this day that, being informed of the contents of the foregoing Articles of Incorporation, he executed the same voluntarily.

Given under my hand and official seal, this 5th day of December 2024.

Stephanie Bishop
Notary Public

NOTARIAL SEAL

My commission expires: 2/25/25



STATE OF ALABAMA

SHELBY COUNTY

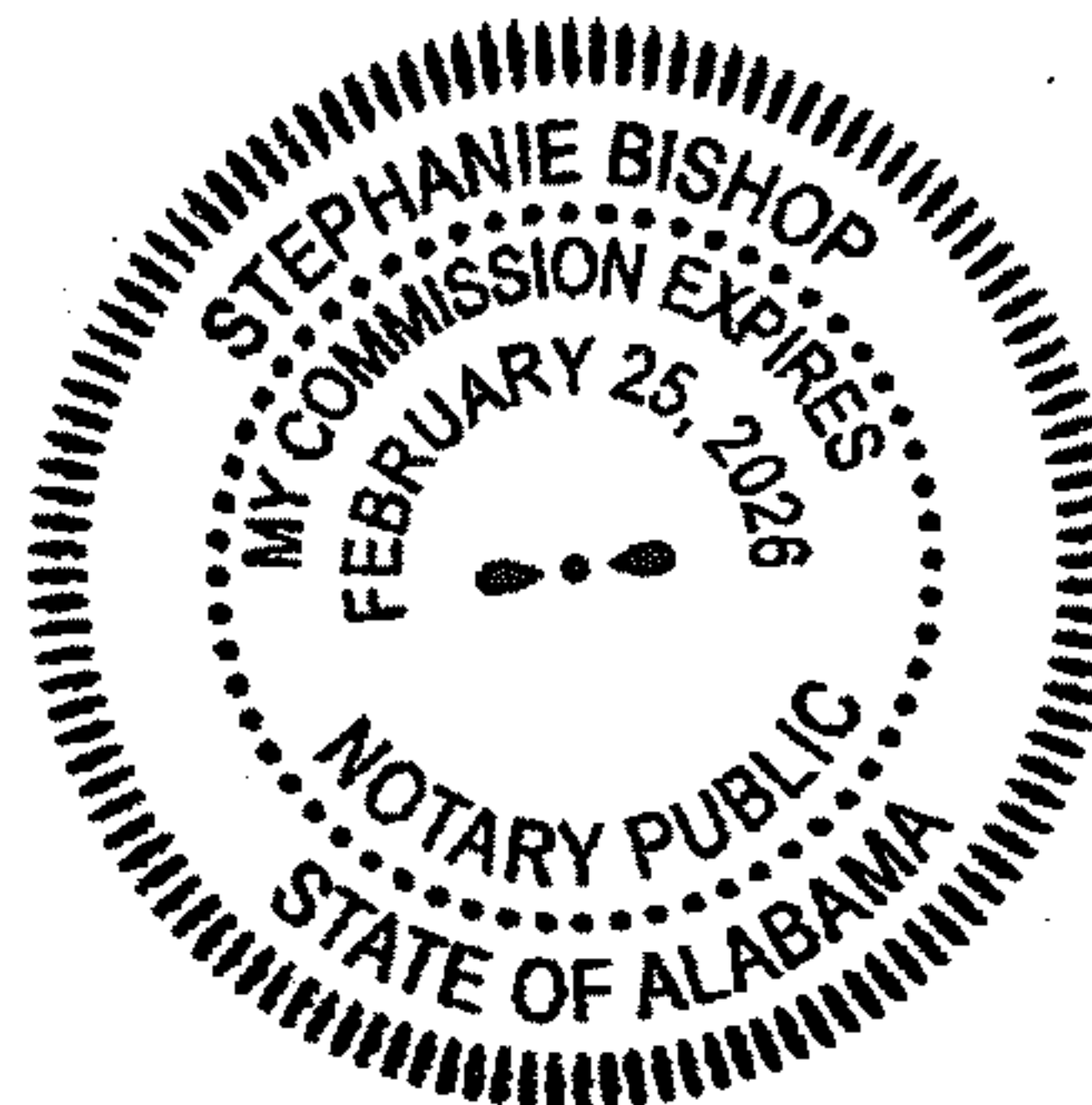
The undersigned, a notary public in and for said County in said State, do hereby certify that Brandon Todd, whose name is signed to the foregoing Articles of Incorporation and who is known to me, acknowledged before me on this day that, being informed of the contents of the foregoing Articles of Incorporation, he executed the same voluntarily.

Given under my hand and official seal, this 5th day of December 2024.

Stephanie Bishop
Notary Public

NOTARIAL SEAL

My commission expires: 2/25/2026



STATE OF ALABAMA

SHELBY COUNTY

The undersigned, a notary public in and for said County in said State, do hereby certify that Robin Trimn, whose name is signed to the foregoing Articles of Incorporation and who is known to me, acknowledged before me on this day that, being informed of the contents of the foregoing Articles of Incorporation, he executed the same voluntarily.

Given under my hand and official seal, this 5th day of December 2024.

Stephanie Bishop
Notary Public

NOTARIAL SEAL

My commission expires: 2/25/24



EXHIBIT A

Resolution of Appointing Government

Council Member Zahariadis moved adoption which was seconded by Council Member Furrell.



RESOLUTION 112524-J

A RESOLUTION APPROVING A PETITION TO FORM AND INCORPORATE AN IMPROVEMENT DISTRICT OF THE CITY OF ALABASTER, ALABAMA, AND AUTHORIZING THE INCORPORATION THEREOF

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF ALABASTER, ALABAMA (the "Council"), as follows:

Section 1. The Council, upon evidence duly submitted to and considered by it, finds and determines and confirms that the petition attached hereto as Appendix A has been duly filed with the Council for approval of the formation of an improvement district under Chapter 99A of Title 11 of the Code of Alabama 1975 ("Governing Law") and that the persons executing the petition are the owners of all land described in the petition by attachment thereto and proposed to be included within the improvement district.

Section 2. The Council has reviewed and considered the petition and considers the formation of the improvement district expedient.

Section 3. The Council approves (i) the formation of the improvement district and (ii) the articles of incorporation of the improvement district attached to the petition.

Section 4. The Council (i) grants permission to form and incorporate the improvement district and (ii) authorizes the persons making such petition to proceed to form such improvement district.

Section 5. The Council appoints the following persons as the initial board of directors of the improvement district for terms ending on the date and year set opposite the respective names thereof:

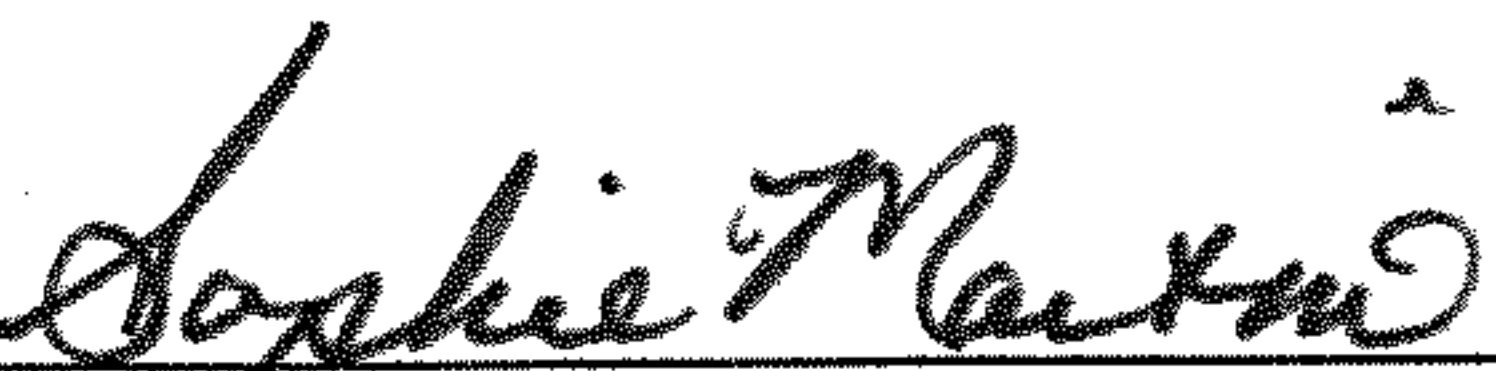
Name	Term: Anniversary of Date of Incorporation in:
Glenn Siddle	2028
Brandon Todd	2029
Robin Trimm	2030

Section 6. Pursuant to Section 11-99A-20(a) and (b) of the Governing Law, the improvement district, the bonds and interest and income on the bonds of the improvement district, the recordation of any document or instrument to which the improvement district is a party, and any improvements owned by the improvement district as defined in Section 11-99A-2(6)(a) through (e), inclusive, and (h), of the Governing Law, shall be exempt from all taxation as set forth therein. The interest of the improvement district in any improvement, which is not described in Section 11-99A-2(6) shall be subject to taxation by the State of Alabama and all counties and municipalities therein.

Section 7. All ordinances, resolutions, orders, or parts of any thereof, of the Council in conflict, or inconsistent, with any provision of this resolution hereby are, to the extent of such conflict or inconsistency, repealed.


Section 8. This resolution shall take effect immediately without publication hereof as provided in Section 11-99A-29 of the Code of Alabama 1975.

Duly passed and adopted this 25th day of November 2024.




President of the City Council of the City of
Alabaster, Alabama

SEAL



City Clerk

Transmitted to and approved by the Mayor of the City of Alabaster, Alabama, on this 25th day of November 2024.



Mayor of the City of Alabaster, Alabama

APPENDIX A

**PETITION
FOR
AUTHORITY TO FORM AN IMPROVEMENT DISTRICT**

November 25, 2024

TO THE GOVERNING BODY OF THE CITY OF ALABASTER, ALABAMA:

The undersigned hereby petition the Alabaster City Council, as governing body of the City of Alabaster, Alabama, for authority and permission to form and incorporate an improvement district under Chapter 99A of Title 11 of the Code of Alabama 1975 (the "Governing Law").

Pursuant to Section 11-99A-4 of the Governing Law, and in support of the within petition, the undersigned:

- (1) represent, certify, warrant and declare that all of the land to be included within the proposed improvement district is (i) contiguous, and (ii) owned by the undersigned, and (ii) located entirely within the City of Alabaster, Alabama, and Shelby County, Alabama; and
- (2) designate the following person, who is over the age of 21 years, to act as agent in representing the undersigned before the governing body of the City of Alabaster, Alabama:

Mr. Robin Trimm
Chief Financial Officer
c/o Newcastle Development, LLC
121 Bishop Circle
Pelham, Alabama 35124

- (3) attach to, and by this reference make a part of, this petition, true, correct and complete copies of:
 - (a) a description of the tract or tracts of land proposed to be included within the improvement district as Exhibit 1,
 - (b) a map or plat of the improvement district which shows the land proposed to be included within the improvement district will be contiguous as Exhibit 1,
 - (c) a proposed form of articles of incorporation for the improvement district as Exhibit 2.

The undersigned to hereby request that this petition be considered and reviewed, that authority and permission be given to form and incorporate the improvement district, and that a resolution be adopted by the Shelby County Commission, governing body of The City of Alabaster, Alabama, declaring that it has reviewed this petition, has determined as a matter of fact that it is expedient that the improvement district be formed and has approved the proposed form of articles of incorporation for the improvement district attached hereto.

IN WITNESS WHEREOF, each of the undersigned has caused this Petition to be executed in its name, under seal, by an officer or legal representative thereof duly authorized thereunto, on the date and year first above written.

Newcastle Development, LLC

By: 

Name: Robin Trimm

Title: CFO

Exhibit 1

Description of Land

The land is contained within the following tax assessment identification parcel numbers in accordance with Section 11-99A-4(a)(2):

236233001010.000

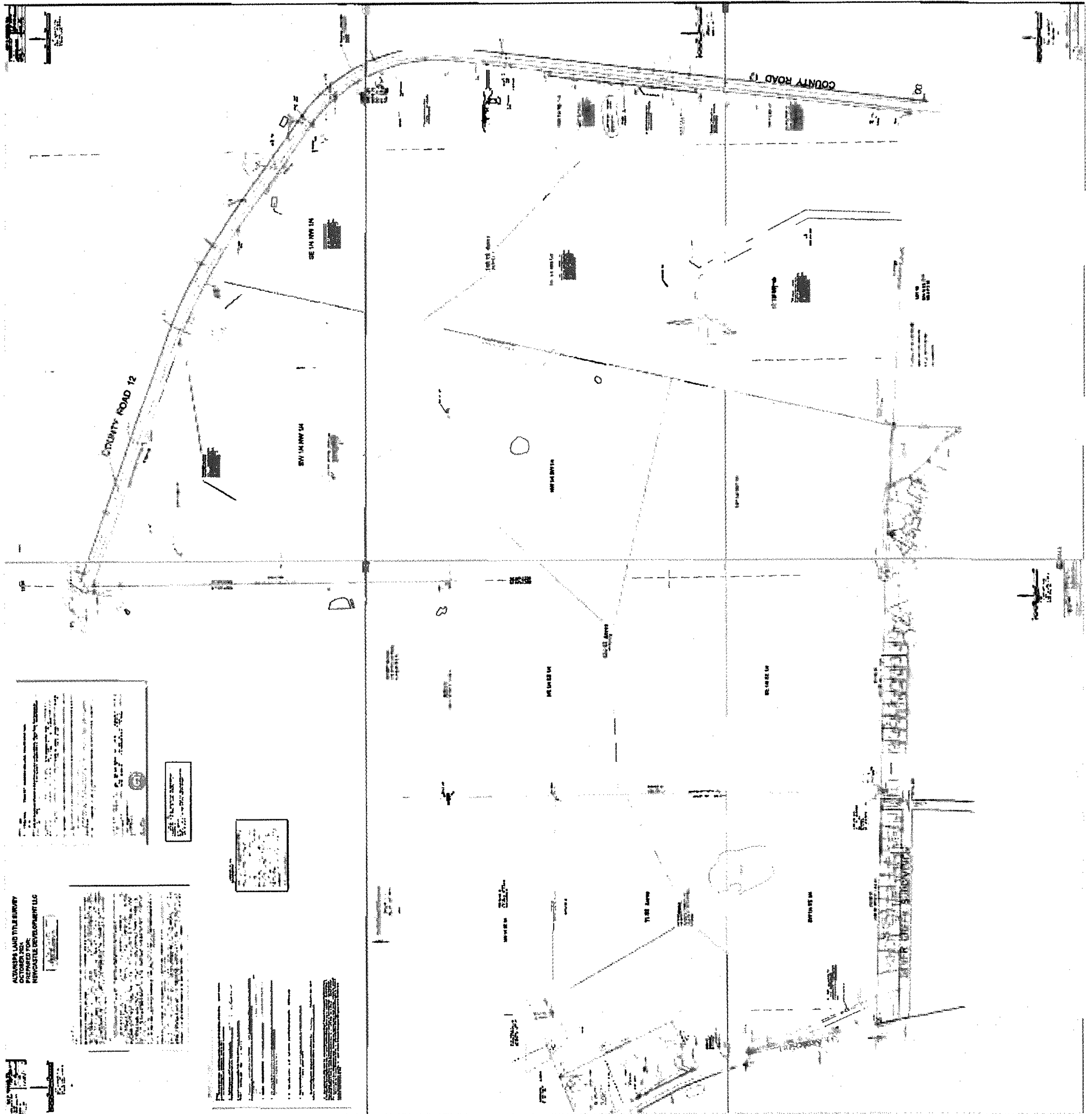
236234000003.000

236234000001.000

236240000003.006

236240000003.007

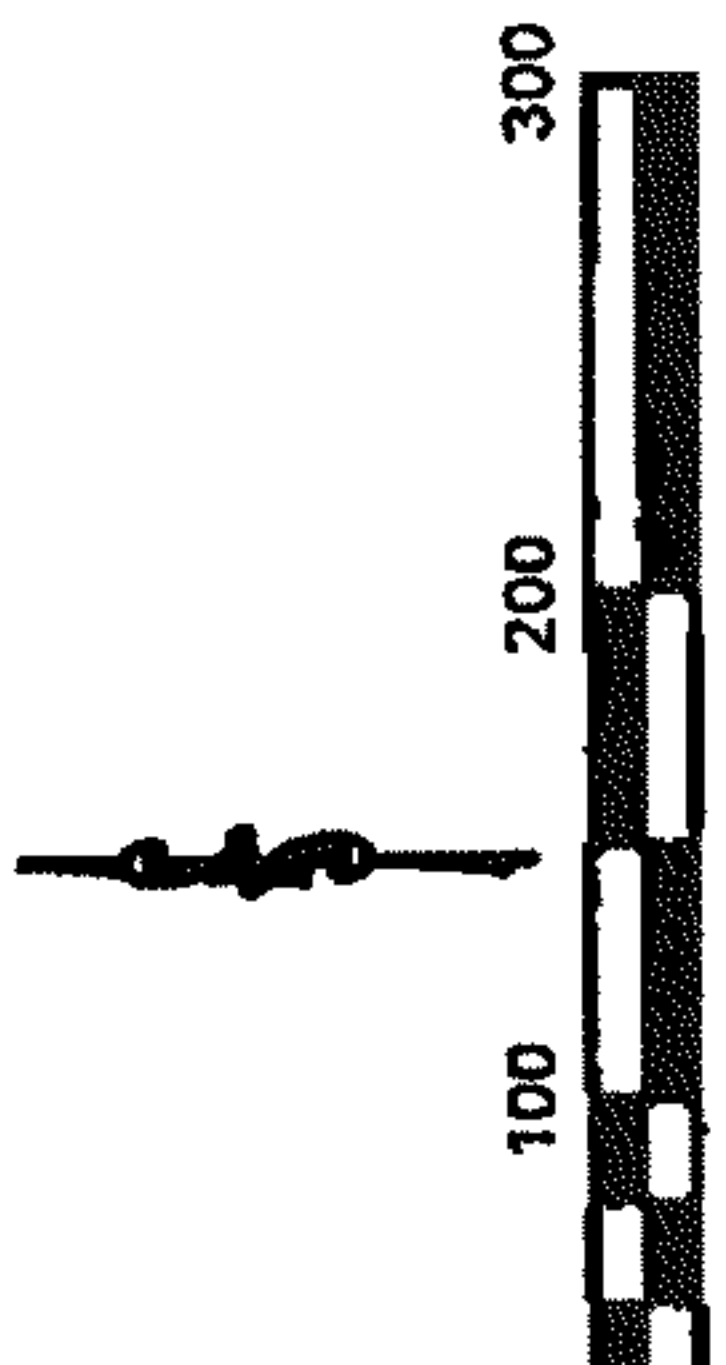
Map



DAY & GILLIAND, P.C.
 TEL NO. (256) 245-3743
 FAX NO. (256) 245-3202
 FILE: WALKERSPRINGS
 SCALE: 1" = 100'
 NOVEMBER 2024

**ALTA/NSPS LAND TITLE SURVEY
 OCTOBER 2024
 PREPARED FOR:
 NEWCASTLE DEVELOPMENT LLC**

TITLE COMMITMENT
 COMMONWEALTH LAND TITLE INSURANCE COMPANY
 ISSUING AGENT: MAGIC CITY TITLE INC
 FILE NUMBER 256895
 COMMITMENT DATE: NOVEMBER 13, 2024



1" = 100'
 BEARINGS BASED ON STATE
 PLANE WEST ZONE NAD 83
 ELEVATIONS BASED ON NAVD 88
 BOUNDARY SURVEY

SHEET 6

LEGAL DESCRIPTION

Parcel I

Parcel of land in the Southwest 1/4 and Southeast 1/4 of Section 23, Township 21 South, Range 3 West, Shelby County, Alabama being more particularly described as follows:

Begin at an old axel and the southeastern corner of the Southwest 1/4 of the Southeast 1/4 of Section 23, Township 21 South, Range 3 West, Shelby County, Alabama; thence run north 01°48'05" west along said 1/4 - 1/4 for 1992.93 feet to a No. 9 rebar; thence run south 89°39'45" west for 1342.66 feet to a No. 4 rebar; thence run north 01°48'05" west for 107.88 feet to a No. 4 rebar; thence south 67°01'40" west for 422.16 feet to a No. 4 rebar and the northeast corner of Lot 1 of Greenhill Farms as recorded in Map Book 40 Page 141 in the Office of Probate Judge of Shelby County, Alabama; thence run south 27°42'29" East along the easterly line of said Lot 1 and Lot 2 of said Greenhill Farms for 711.04 to the southern corner of said Lot 2 of Greenhill Farms; thence run south 67°04'58" west for 321.22 feet along the southern line of said Lot 2 to a No. 4 rebar at the southwest corner of said Lot 2, said corner also being on the easterly right of way line of Alabama Highway No. 119, said corner being on a curve to the right, subtending a central angle of 11°41'29" having a radius of 2824.82 feet; thence at tangent to said curve, run along the arc of said curve and easterly right of way of Alabama Highway No. 119 for 595.92 feet to the end of said curve; thence run south 12°11'26" east along said easterly right of way of Alabama Highway No. 119 for 564.46 feet to a No. 4 rebar; thence leaving the right of way of Alabama Highway No. 119, run south 89°58'04" east along the southerly line of said Section 23 and the northerly line of Lots 1, 2, 4, 5, 6, 7, 8, 9, 10, 11, and 12 of Silver Creek Sector 1 as recorded in Map Book 26 Page 144 in the Office of Probate Judge of Shelby County, Alabama, for 1430.87 feet to the point of beginning.

Parcel II

A parcel of land in Sections 23, 24, and 25, Township 21 South, Range 3 West, being a part of the same land described in a deed to the W.A. Nolen Testamentary Trust and Ruby G. Nolen, recorded in Instrument #1997-16954 of real property records of Shelby County, Alabama, said parcel of land being more particularly described as follows:

Commence at the 3-inch pipe at the Southeast corner of Section 23, Township 21 South, Range 3 West, Shelby County, Alabama, this point being the point of beginning; thence from this point of beginning, travel North 88 degrees 38 minutes 38 seconds West for a distance of 1330.70 feet to a fence post found; thence North 00 degrees 47 minutes 19 seconds West along the West line of the East Half of the Southeast Quarter of Section 23, for a distance of 2556.39 feet to a fence corner found; thence South 89 degrees 09 minutes 06 seconds East along the North line of the East Half of the Southeast Quarter of said Section, for a distance of 1333.23 feet to a 4-inch post with a tack, found on the West line of Section 24; thence North 00 degrees 43 minutes 33 seconds West along the West line of said Section, for a distance of 2167.44 feet to a Survey iron, found on the South right of way County Highway No. 12; thence South 70 degrees 27 minutes 17 seconds East along said right of way, for a distance of 1580.29 feet to a point; thence along a curve to the right in said right of way, having a radius of 2824.67 feet, a chord bearing of South 66 degrees 02 minutes 59 seconds East, and an arc length of 434.34 feet, to a 1/2-inch rebar set, thence South 12 degrees 24 minutes 41 seconds West along a fence for a distance of 4278.50 feet to a 2-inch pipe found on the South line of Section 24; thence South 01 degrees 49 seconds West along a fence for a distance of 389.25 feet to a point; thence North 88 degrees 44 minutes 13 seconds West for a distance of 30.00 feet to a point in a spring, thence North 33 degrees 25 minutes 34 seconds West along a ditch for a distance of 78.30 feet; thence North 49 degrees 09 minutes 47 seconds West along a ditch for a distance of 256.81 feet to a point, thence North 24 degrees 15 minutes 10 seconds West along a ditch for a distance of 190.98 feet to a point on the South line of Section; thence North 86 degrees 57 minutes 07 seconds West for a distance of 551.02 feet to a point, this point being the point of beginning.

Being the same property conveyed by Warranty Deed dated October 29, 2021, executed by Jeannie Nolen Sanders, as Trustee of the William A. Nolen Testamentary Trust created under the will of William A. Nolen, deceased, and as Executor/Personal Representative of The Estate of Ruby G. Nolen, PR-2021-000850, Shelby County, Alabama, to Newcastle Development, LLC, filed for record in the Probate Office of Shelby County, Alabama, on October 29, 2021, at 03:50:33 PM, and recorded in #20211029000829-10.

Parcel III

A portion of land in Section 24, Township 21 South, Range 3 West, being a part of the same land described in a deed to Ruby G. Nolen, recorded in Instrument #1997-16954 of the real property records of Shelby County, Alabama, said parcel of land being more particularly described as follows:

Commence at a 3-inch pipe at the Southwest corner of Section 24; thence from this point of commencement, travel South 86 degrees 57 minutes 17 seconds East for a distance of 906.22 feet to a 2-inch pipe, found at the point of beginning; thence from this point of beginning, travel South 86 degrees 57 minutes 17 seconds East for a distance of 1915.27 feet to a 1-inch pipe, found at the West right of way of County Highway No. 12; thence North 06 degrees 35 minutes 43 seconds East along said right of way for a distance of 2802.17 feet to a 1-inch pipe, found on said right of way; thence along a curve to the left in said right of way, having a radius of 926.76 feet, a chord bearing of South 24 degrees 01 minutes 17 seconds West, and an arc length of 990.45 feet, to a concrete right of way monument found; thence North 54 degrees 38 minutes 17 seconds West along said right of way for a distance of 781.54 feet to a concrete right of way monument found; thence along a curve to the left in said right of way, having a radius of 2824.67 feet, a chord bearing of North 58 degrees 08 minutes 29 seconds West, and an arc length of 345.42 feet to a 1/2-inch rebar found, thence South 12 degrees 24 minutes 41 seconds West for a distance of 4278.50 feet to the point of beginning.

23 24

Surveyor's Certificate
JLM Walker Springs, LLC, FC-V Financial, L.P., its successors and/or assigns, and Fidelity National Title Insurance Company

certify that this map or plat of the survey, on which it is based, was made in accordance with the 2021 Minimum Standard Detail Requirements for NNSPS Land Title Surveys, jointly established and adopted by ALTA and NSPS, and includes items 1, 2, 3, 4, 6(b), 8, 11, 13, 16 and 18 of Table A thereof. The work was completed on October 31, 2024.

This map or plat of survey, and the property description set forth hereon, were prepared from an actual on-the-ground survey of the real property shown hereon (the "Property"), which is true, correct and accurate as to the boundaries and areas of the subject property, and the location and type of buildings and improvements thereon (if any), and to the other matters shown hereon, it shows the location of all improvements, rights-of-way, easements and any other matters affecting the subject property.

There are no party walls or encroachments on adjoining premises, streets or alleys by any buildings, structures, or other improvements located on the property and there are no encroachments on the property by buildings, structures or other improvements situated on adjoining property, except as shown on the survey and set forth as a Note.

Adequate ingress to and egress from the subject property is provided by (County Road 12 and Highway 119), the same being paved, dedicated public right-of-ways owned by Shelby County.

The subject property does not serve any adjoining property for drainage, ingress and egress or any other purpose except as shown on the survey and set forth as a Note.

All required building setback lines on the subject property are located as shown hereon.

No part of the Property lies within the 100-year flood plain, an "area of special flood hazard", or a "flood prone area". The Property lies within Zone(X) X, as defined by the Federal Emergency Management Agency, as reflected by Flood Insurance Rate Map No. 0117C0379E DATED FEBRUARY 20, 2013, AND DD RATE MAP NO. 0117C0383E DATED JANUARY 20, 2013.

The property described hereon is the same as the property described in COMMONWEALTH LAND AND TITLE INSURANCE COMPANY Commitment #6695 with an effective date of NOVEMBER 13, 2024.

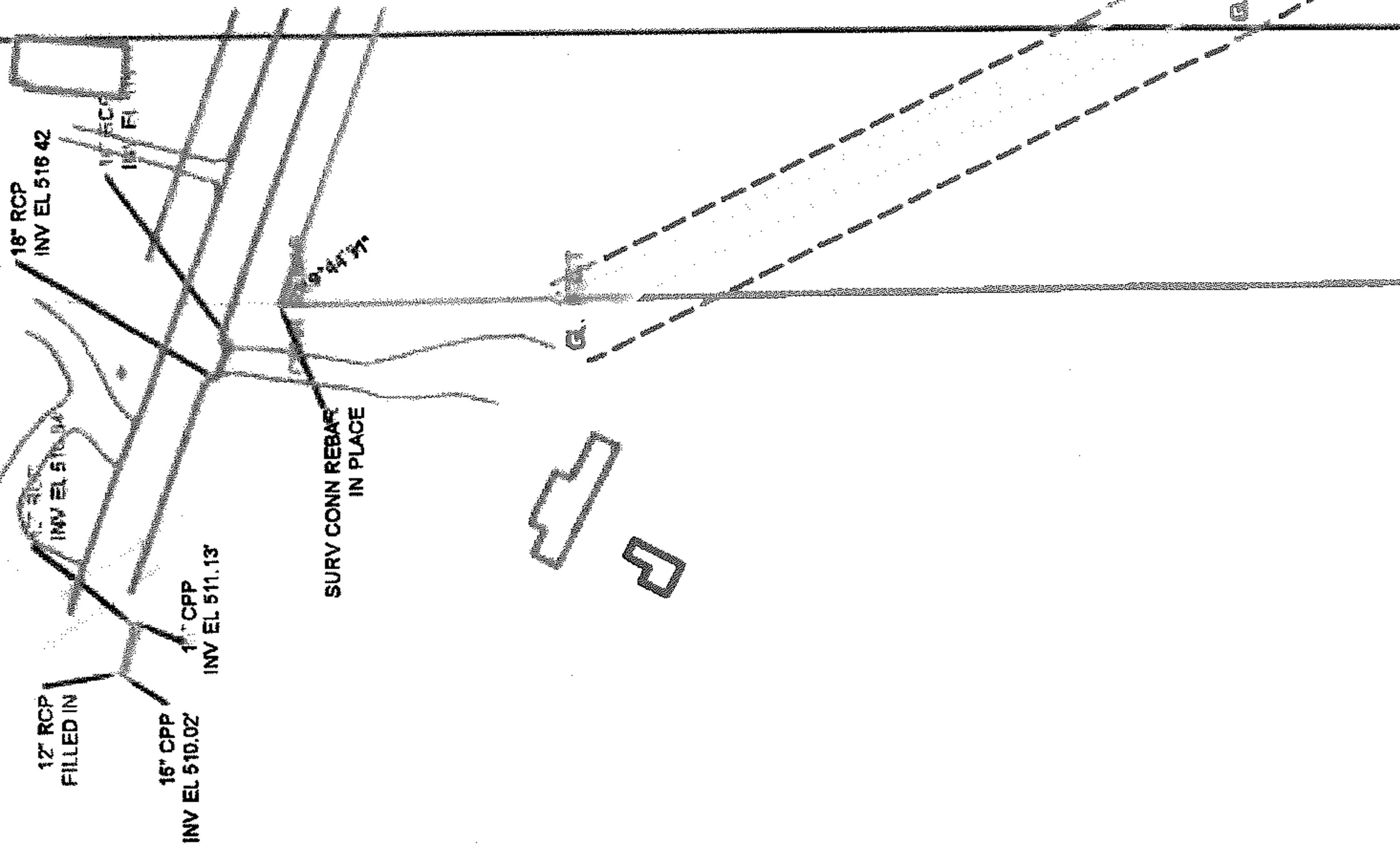
The surveyor or expresser, understands and agrees that (a) this certificate is made to induce the Lender to extend credit secured by a Deed of Trust covering the Property, and to induce the Lender to issue a title insurance policy insuring the validity and priority of the lien of such Deed of Trust; (b) both the Lender and the Title Company are entitled to rely on this survey as being true and accurate (within the tolerances referred to above) and upon the representations contained in this Certificate as being true and accurate; and (c) the consideration paid to the Surveyor or for the preparation and certification of such survey has been paid, in part, for the benefit of the Lender and the Title Company, and in anticipation of reliance hereon.

WITNESSED this 8th day of November 2024



M. Ray, Registered Surveyor,
State of Alabama
License No. 18383

ADDITIONAL INFORMATION
PROPERTY IS LOCATED IN ZONE X PER FLOOD INSURANCE RATE MAP FOR
SHELBY COUNTY, MAP NUMBER 0117C0379E, MAP REVISED DATE
FEBRUARY 20, 2013
ADDITIONAL INFORMATION
PROPERTY IS LOCATED IN ZONE X PER FLOOD INSURANCE RATE MAP FOR
SHELBY COUNTY, MAP NUMBER 0117C0383E, MAP REVISED DATE
FEBRUARY 20, 2013



MODULE B PART II TITLE EXCEPTIONS

1 Title to all minerals within and underlying the premises, together with all mining rights and other rights, privileges and immunities thereof, including release of damages, are not insured herein. Less and except any part of subject property lying within any road right-of-way.

Right-of-way granted to AT&T recorded in Real 188, Page 839, SHOWN ON SURVEY DOES AFFECT PROPERTY
Right-of-way granted to Alabama Power Company recorded in Volume 220, Page 839, BLANKET IN NATURE DOES AFFECT PROPERTY

Less and except property sold to Shelby County Alabama in Inst. No. 20240918000291870,
as shown on SURVEY DOES NOT AFFECT PROPERTY.

Transmission line permits to Alabama Power Company as recorded in Deed Book 128, Page 177; Deed Book 138, Page 378; HYPERLINK
Deed Book 245, Page 100; Deed Book 143, Page 348; Deed Book 124, Page 641; and Deed Book 124, Page 542;
DB 128 PG 177 BLANKET IN NATURE DOES AFFECT PROPERTY DB 124 PG 611 BLANKET IN NATURE DOES AFFECT PROPERTY
DB 138 PG 378 BLANKET IN NATURE DOES AFFECT PROPERTY DB 124 PG 542 BLANKET IN NATURE DOES AFFECT PROPERTY
DB 245 PG 100 BLANKET IN NATURE DOES AFFECT PROPERTY
DB 143 PG 349 BLANKET IN NATURE DOES AFFECT PROPERTY

Easement to Alabama Power Company as recorded in Inst. No. 2002025000483702, BLANKET IN NATURE DOES AFFECT PROPERTY
Rights of way to Southern Natural Gas as recorded in Deed Book 139, Page 487; Deed Book 139, Page 498; Deed Book 189, Page 404;
Deed Book 80, Page 41; Deed Book 80, Page 42; and Deed Book 80, Page 58;
SHOWN ON SURVEY DOES AFFECT PROPERTY.

Right of other parties in and to the use of the road shown on survey entitled Industrial Material Products Building Location
NO SURVEY PROVIDED FOR REVIEW

Rights of way to Shelby County as recorded in Deed Book 211, Page 804, and Deed Book 211, Page 806,
SHOWN ON SURVEY DOES NOT AFFECT PROPERTY

Access and utility easement agreement by and between Robert J. Dow and Robert Moley Grille, and Ruby Geraldine Nolen, individually
as sole trustee of the Testamentary Trust of William A. Nolen, as recorded in Inst. No. 2005011400021880,
DOES NOT AFFECT PROPERTY

Terms and provisions of that certain Real Estate Sales Agreement between Ralph E. Brasler, III (Brasler) and Ruby Geraldine Nolen,
individually ("Nolen"), and Ruby Geraldine Nolen, as Trustee of the William A. Nolen Testamentary Trust created under the will of William A.
Nolen, deceased, and Jeanette Nolen Sanders, as Beneficiary and Successor Trustee of the William A. Nolen Testamentary Trust created
under the will of William A. Nolen, deceased (collectively referred to herein as the "Trust"), dated June 13, 2020, as amended by that certain
Amendment to Real Estate Sales Agreement between Brasler and Nolen and Trust, dated as of the 10th day of February, 2021, notice of
which has been given by that certain Memorandum of Contract recorded in the Office of the Judge of Probate of Shelby County, Alabama, as
Inst. No. 2021022400033450, and which was assigned by Brasler to Newcastle Development, LLC, by Assignment of Real Estate Sales
Agreement dated September 14, 2021, NOT A SURVEY MATTER

LESS AND EXCEPT 0.52 ACRES
INST#20240918000291870
DATED 09/18/2024

Commence at a 1" pipe in place being the Southeast corner of Section 23,
Southwest corner of Section 24, Northwest corner of Section 25, Northeast
corner of Section 26, Township 21 South, Range 1 West, Shelby County,
Alabama, thence proceed South 86° 0' 56" 1" East along the South boundary
of Section 24 for a distance of 906.72 feet to a 2" pipe in place; thence
proceed South 86° 0' 24" East along the South boundary of Section 24 for
a distance of 1914.40 feet to a 2" rebar in place on County Road 12
Right-of-Way; thence proceed along County Road 12 Right-of-Way North
60° 36' 56" East for a distance of 1314.17 feet to a point on said
Right-of-Way, said point being the POINT OF BEGINNING thence
proceed along County Road 12 Right-of-Way North 60° 36' 56" East for a
distance of 900.00 feet to a point on said Right-of-Way, thence proceed
North 83° 0' 24" West for a distance of 25.00 feet to a point; thence
proceed South 60° 36' 56" West for a distance of 265.01 feet to a point,
thence proceed South 60° 36' 56" West for a distance of 170.00 feet to a
point; thence proceed South 6° 36' 56" West for a distance of 464.99 feet to
a point; thence proceed South 83° 0' 24" 40" East for a distance of 25.00 feet
to a point on County Road 12 Right-of-Way; said point being the POINT
OF BEGINNING.

The above describe parcel contains 0.52 acres (22590 sf)

Exhibit 2

Form of Articles of Incorporation

**ARTICLES OF INCORPORATION
OF
WALKER SPRINGS IMPROVEMENT DISTRICT**

_____, 2024

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, in order to form an improvement district to be known as "Walker Springs Improvement District" (the "District") as a public corporation under and pursuant to Chapter 99A of Title 11 of the Code of Alabama 1975 (the "Governing Law"), do hereby make, sign, execute, acknowledge and file these articles of incorporation:

Article One

The name of the District shall be Walker Springs Improvement District.

The District is organized pursuant to the provisions of Chapter 99A of Title 11 of the Code of Alabama 1975.

Article Two

The names and mailing addresses of the undersigned incorporators are:

Mr. Robin Trimm
121 Bishop Circle
Pelham, Alabama 35124

Mr. Glenn Siddle
121 Bishop Circle
Pelham, Alabama 35124

Mr. Brandon Todd
121 Bishop Circle
Pelham, Alabama 35124

Article Three

The name of the appointing government is the City of Alabaster, Alabama.

On _____, 2024 the governing body of the City of Alabaster, Alabama adopted a resolution approving and authorizing the incorporation of the District in accordance with the Governing Law, a certified copy of which resolution is attached hereto as Exhibit A and made a part hereof.

Article Four

The names and addresses of the members of the initial board of directors of the District and their initial terms of office are as follows:

Name

Term of Office

Glenn Siddle

_____, 2028

Brandon Todd

_____, 2029

Robin Trimm

_____, 2030

Article Five

The duration of the District shall be perpetual, subject to the provisions of the Governing Law.

Article Six

The location of the principal office of the District (and its post office address) shall be:

c/o Newcastle Development, LLC
121 Bishop Circle
Pelham, Alabama 35124

Article Seven

The District shall have all powers conferred on corporations of like nature by the Governing Law, and any amendment thereof heretofore or hereafter made, and all other powers conferred upon corporations generally by the laws of Alabama not in conflict with the Governing Law, as heretofore or hereafter amended.

Article Eight

The District shall be a non-profit corporation and no part of the net earnings thereof shall inure to the benefit of any private person or entity of any nature whatsoever.

Article Nine

Upon dissolution of the District as provided by the Governing Law, title to all funds and properties owned by the District shall be conveyed and distributed to, and shall vest in, The City of Alabaster, Alabama (or its successor).

IN WITNESS WHEREOF, the undersigned have signed these articles of incorporation on and as of the date and year first above written.

STATE OF ALABAMA

SHELBY COUNTY

The undersigned, a notary public in and for said County in said State, do hereby certify that _____, whose name is signed to the foregoing Articles of Incorporation and who is known to me, acknowledged before me on this day that, being informed of the contents of the foregoing Articles of Incorporation, he executed the same voluntarily.

Given under my hand and official seal, this _____ day of _____, 2024.

Notary Public

NOTARIAL SEAL

My commission expires: _____

STATE OF ALABAMA

SHELBY COUNTY

The undersigned, a notary public in and for said County in said State, do hereby certify that _____, whose name is signed to the foregoing Articles of Incorporation and who is known to me, acknowledged before me on this day that, being informed of the contents of the foregoing Articles of Incorporation, he executed the same voluntarily.

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NOTARIAL SEAL

My commission expires: _____

After said Resolution had been discussed and considered in full by the Alabaster City Council, it was moved by Councilor ZAHARIADIS that the Resolution 112524-J be now placed upon its final passage and adopted. The motion was seconded by Councilor FARRELL. The question being put as to the adoption of said motion and the final passage and adoption of the Resolution, the roll was called with the following results:

Ayes: Sophie Martin
Rick Ellis
Jamie Cole
Kerri Pate - Absent
Greg Farrell
Stacy Rakestraw
Zach Zaharidis

Nays: None

The President thereupon declared said motion carried and the Resolution 112524-J passed and adopted as introduced and read.



Filed and Recorded
Official Public Records
Judge of Probate, Shelby County Alabama, County
Clerk
Shelby County, AL
12/17/2024 08:43:37 AM
\$.00 CHARITY
20241217000384890

Allie S. Bayl

* * * *

There being no further business to come before the meeting, it was moved and seconded that the meeting be adjourned. Motion carried.

Approval of Minutes and Waiver of Notice

Each of the undersigned does hereby approve, and waive notice of, the date, time, place and purposes of the meeting of the City Council of the City of Alabaster, Alabama, recorded in, the above and foregoing minutes thereof and does hereby approve the form and content of the above and foregoing minutes and Resolution 112524-J therein.

Stephie Martin

President

Paul El

Councilor

[Signature]

Councilor

[Signature]

Councilor

[Signature]

Councilor

[Signature]

Councilor

Councilor