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JUDGE OF PROBATE  
Ronnie Osborn  
Oct 24, 2007 10:12A

STATE OF ALABAMA - DEKALB CO

STATE OF ALABAMA  
COUNTY OF DEKALB

ARTICLES OF INCORPORATION  
OF  
FORT PAYNE CHURCH OF CHRIST, INC.

The undersigned, acting under the authority granted same by members of the Fort Payne Church of Christ, 513 Grand Avenue Northwest, Fort Payne, DeKalb County, Alabama 35967, in a duly called and held business meeting held on October 14, 2007, and further acting by resolution as the Incorporators of the Fort Payne Church of Christ, Inc., under the authority of the Code of Alabama, 1975, as amended, and with the intent of qualifying as an Incorporated Church under Section 501(c)(3) of the Internal Revenue Code or any successor of same, and specifically Section 10-3A-1, et seq. of the Code of Alabama, 1975, (Alabama Non-Profit Corporation Act, 1984) as amended, or any successors of same, do hereby make, declare, and file the following Articles of Incorporation.

ARTICLE I

**NAME AND LOCATION**

The name of the Corporation shall be "**FORT PAYNE CHURCH OF CHRIST, INC.**" (hereinafter at times referred to as the "church" or "incorporated church" or "corporation"), and it shall be located in Fort Payne, DeKalb County, Alabama.

## **ARTICLE II**

### **AUTHORITY AND PURPOSE**

The nature of the said church is religious, and as a religious corporation, it shall have the authority to function as a religious, charitable, benevolent, and educational corporation, for all members of the human society, individually and collectively, worldwide.

Further, the church shall have all the powers as defined in Section 10-3A-20 of the Code of Alabama, 1975, as amended.

Further, the said incorporated church shall be autonomous and independent of any outside ecclesiastical control. However, by agreement, it may cooperate and participate with various bodies of churches of Christ; other charitable, benevolent and educational groups and individuals to further all and any of the purposes set out herein above.

Further, the said corporation shall have full authority to act and proceed in any legal manner, taking any act which may be essential or convenient for the pursuit and fulfillment of its authority and purpose as stated herein above.

## **ARTICLE III**

### **EXISTENCE**

The existence of this corporation shall be perpetual unless otherwise terminated.

## **ARTICLE IV**

The material and business affairs of the corporation are to be administered by a Board of Trustees under the direction of the church leadership.

1. The said Board of Trustees shall be composed of three to five members as determined by the leadership, who shall make and execute all contracts, deeds, bonds, notes, negotiable instruments, mortgages, trusts, and any and all other instruments of indebtedness or conveyance of the incorporated church upon the order thereof by resolution of the corporation sitting in a duly held business meeting, duly adopted for such purposes; provided, however, that all such documents be signed for and on behalf of the Board of Trustees by the Chairman and attested to by the Secretary of the said Board of Trustees.

2. The officers of the Board of Trustees shall be at least the Chair of the Board and Secretary, and any other officer of the Board, which the Board deems warranted.

3. The title to all property shall be vested in the name of the incorporated church.

4. The Board of Trustees shall have such other duties and authority as provided herein.

5. In the absence of the requisite number of officers of the trustees, the corporation may declare vacancies and fill such offices in the same manner as provided herein.

## ARTICLE V

### **BUSINESS MEETING**

A corporation business meeting may be held on any date specifically scheduled provided proper and adequate notice to the membership is given.

The quorum required for the transaction of business shall be as provided in the By-Laws of the incorporated church. If the said By-Laws are silent about the number of a quorum, then it shall be those attending the business meeting after a good faith effort is made to give notice to all members.

#### **ARTICLE VI**

##### **BY-LAWS**

The By-Laws adopted by the corporation shall be the rules and principles of guidance concerning the internal functions and operation of the corporation. The By-Laws may be amended, altered or rescinded by the corporation sitting in a duly held business meeting as provided for and allowed by the corporation's By-Laws.

#### **ARTICLE VII**

##### **AMENDMENTS TO ARTICLES OF INCORPORATION**

The Articles of Incorporation may be amended by a two-thirds vote of those present and voting when the corporation is sitting in a duly held business meeting for such purpose as provided in the By-Laws.

#### **ARTICLE VIII**

##### **CHURCH FISCAL YEAR**

As set out in the By-Laws of the corporation, the fiscal year shall begin on the 15<sup>th</sup> day of October, 2007 through the 14<sup>th</sup> day of the following October, for a period of twelve (12) months, and each twelve month period thereafter.

## ARTICLE IX

### TRANSFER OF ASSETS IN EVENT OF DISSOLUTION

If this corporation should ever be dissolved, all of its assets remaining after payment and satisfaction of all its costs and indebtedness, including all the expenses of such dissolution or related to such dissolution shall be distributed to a non-profit organization which is qualified for tax exemption under Section 501(c)(3) of the Internal Revenue Code or any successor to said Section.

No assets of any substantial monetary value of the corporation shall be distributed to any member, officer or trustee of this corporation, without being paid reasonable consideration for same.

## ARTICLE X

### THE BOARD OF TRUSTEES

The following named persons shall be the initial officers of the Board and shall serve at the pleasure of the Board or until their successor is appointed.

Chairman *Randy Turner*

Secretary *Mark Dawson*

Trustee *James Campbell, Mark Dawson, Randy Turner*

**ARTICLE XI**

**INITIAL REGISTERED AGENT**

The name of the initial registered agent of the incorporated church is

**ARTICLE XII**

**INITIAL REGISTERED OFFICE**

The initial registered office of the corporation shall be 513 Grand Avenue North,  
Fort Payne, Alabama 35967.

**ARTICLE XIII**

**INCORPORATORS**

The incorporators of the said Fort Payne Church of Christ, Inc., are as follows:



Handwritten signature of Mark D. Smith on a horizontal line.



Handwritten signature of Randy Turner on a horizontal line.



Handwritten signature of J. R. Gley on a horizontal line.

**ARTICLE XIV**

The undersigned Chair and Secretary of the Board, respectively, certify that the issuance of the above Articles of Incorporation were duly authorized by the adoption of a majority in attendance at a duly announced and held business meeting of said incorporated church and that such was further authorized by due and proper action by

the Trustee Board of the said incorporated church.

FORT PAYNE CHURCH OF CHRIST, INC.

BY: Randy Turner  
Chair  
Mark Dawson  
Secretary

STATE OF ALABAMA  
COUNTY OF DEKALB

I, the undersigned authority, a Notary Public, in and for said county in said state, do hereby certify that Randy Turner and Mark Dawson, whose names as Chair and Secretary, respectively, of the Fort Payne Church of Christ, Inc., a non-profit corporation, are signed to the foregoing Articles of Incorporation, and who are known to me, acknowledged before me on this date, that being informed of the contents of said Articles of Incorporation, they executed the same for and on behalf of the said Fort Payne Church of Christ, Inc.

Given under my hand and official seal, this 14<sup>th</sup> day of October, 2007.

Kaye E. Bussman  
NOTARY PUBLIC

MY COMMISSION EXPIRES:

MY COMMISSION EXPIRES JULY 28, 2008

(SEAL)