

# State of Mississippi



Office of Secretary of State  
Jackson

I, Heber Ladner, Secretary of State, do certify that the  
~~amendment~~ <sup>DECREE</sup> hereto attached, ~~amendment~~ <sup>DISSOLVING</sup> the Charter of Incorporation of

FIRST UNITED METHODIST CHURCH KINDERCARTEN

was pursuant to the provisions of the laws of Mississippi recorded  
in the Records of Incorporations in this office, in PHOTOSTAT BOOK,  
NUMBER TWO HUNDRED TWENTY SIX, PAGES 1 - 3.

Given under my hand and Seal  
of office hereunto affixed, this  
19th day of May, 1976.



*Heber Ladner*

SECRETARY OF STATE



IN THE CHANCERY COURT OF THE SECOND JUDICIAL DISTRICT  
OF BOLIVAR COUNTY, MISSISSIPPI

IN THE MATTER OF FIRST UNITED METHODIST  
CHURCH KINDERGARTEN, A NONPROFIT CORPORATION

NO. 18,521

ORDER DISSOLVING NONPROFIT CORPORATION

THIS CAUSE having come on this day to be heard on the  
Petition filed herein by CAROLINE L. GAINES, BILLY RUTH BAKER,  
JUNE FLETCHER, VIRGINIA B. PEPPER, and MICHAEL W. SANDERS, being  
all of the Trustees of FIRST UNITED METHODIST CHURCH KINDERGARTEN,  
A Nonprofit Corporation, and CAROLINE L. GAINES, BILLY RUTH BAKER  
and JUNE FLETCHER, being the President, Treasurer and Secretary,  
respectively, of FIRST UNITED METHODIST CHURCH KINDERGARTEN, A  
Nonprofit Corporation, praying that such corporate body be dissolved,  
and the Court having read and considered such Petition and being of  
the opinion that the relief prayed for should be granted, doth  
hereby order, adjudge and decree as follows, to-wit:

I.

That the above named individuals are all of the trustees and  
officers of FIRST UNITED METHODIST CHURCH KINDERGARTEN, A Nonprofit  
Corporation hereinafter referred to as the Corporation.

II.

That on February 25, 1976, a charter was granted by the  
Secretary of State, State of Mississippi, granting nonprofit corporate  
status to FIRST UNITED METHODIST CHURCH KINDERGARTEN, A Nonprofit  
Corporation.

III.

That at a special meeting of the corporation called on April 1,  
1976, it was resolved that such corporation be dissolved, and that  
corporate officers and trustees take whatever steps necessary to  
effect such dissolution. A certified copy of such resolution was  
attached thereto and Exhibit "A" and made a part thereof as if copied  
at length therein in full.

Certified a true copy  
JEANNE R. WALKER, CHANCERY CLERK  
By Maeda Linn

## IV.

That the names and addresses of all officers and trustees are as follows: Caroline L. Gaines, President and Trustee, 1313 College, Cleveland, Mississippi; Billy Ruth Baker, Treasurer and Trustee, 210 North Third Avenue, Cleveland, Mississippi; June Fletcher, Secretary and Trustee, 701 Sixth Avenue, Cleveland, Mississippi; Virginia B. Pepper, Trustee, 500 Hillcrest Circle, Cleveland, Mississippi; Michael W. Sanders, Trustee, 1410 Deering, Cleveland, Mississippi.

## V.

That the Corporation does not owe any debts.

## VI.

That FIRST UNITED METHODIST CHURCH KINDERGARTEN, A Nonprofit Corporation, is hereby dissolved, and that the Clerk of this Court is directed to file with the office of the Secretary of State, State of Mississippi, a certified copy of this Decree, and the Clerk is further directed to enter Notice of the Dissolution upon the margin of the Charter of said corporation recorded in her office.

ORDERED, ADJUDGED and DECREED this 17<sup>th</sup> day of May, 1976.

  
CHANCELLOR

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# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

LAMAR COUNTY DISTRICT 4 VOLUNTEER FIRE DEPARTMENT, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 19th day of May A. D., 1976.

*Calvin Finch*

Governor

By the Governor

*Heber Radner*  
Secretary of State



RESOLUTION OF LAMAR COUNTY DISTRICT 4  
VOLUNTEER FIRE DEPARTMENT  
TO INCORPORATE

At a special meeting of the membership from Lamar County District 4 Volunteer Fire Department, held on the 3<sup>rd</sup> day of May, 1976, at the Oak Grove Grocery after proper motion, seconding of motion and a unanimous vote of the membership, it was resolved that Lamar County District 4 Volunteer Fire Department incorporate under the laws of the State of Mississippi, as a non-profit corporation.

IT IS, THEREFORE, RESOLVED by the membership of Lamar County District 4 Volunteer Fire Department that the organization incorporate as a non-profit corporation under the laws of the State of Mississippi, and that R. G. Howell, J. C. Nelson, and Thurman Norton be authorized to file for that incorporation and do all acts and things necessary to get the organization incorporated.

SO, RESOLVED, this the 3<sup>rd</sup> day of May, 1976.

LAMAR COUNTY DISTRICT 4  
VOLUNTEER FIRE DEPARTMENT

By J.C. Nelson

SECRETARY'S CERTIFICATE

I, R. G. HOWELL, President of Lamar County District 4 Volunteer Fire Department, certify that the above is a true and correct copy of the resolution duly made by Lamar County District 4 Volunteer Fire Department authorizing J. C. Nelson, Thurman Norton, and R. G. Howell to apply for a Charter of Incorporation of Lamar County District 4 Volunteer Fire Department.

WITNESS MY SIGNATURE this the 3<sup>rd</sup> day of May, 1976.

R.G. Howell

## THE CHARTER OF INCORPORATION OF

## LAMAR COUNTY DISTRICT 4

VOLUNTEER FIRE DEPARTMENT, INC.  
A Non-Profit Organization

1. The Corporation title of said company is:

LAMAR COUNTY DISTRICT 4 VOLUNTEER FIRE DEPARTMENT, INC.  
A Non-Profit Organization

2. The names and post office addresses of the incorporators are:

R. G. Howell	Route 4,	Hattiesburg, Mississippi
J. C. Nelson	Route 3,	Purvis, Mississippi
Thurman Norton	Route 3,	Purvis, Mississippi

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile of the corporation is in care of R. G. Howell, Route 4, Hattiesburg, Mississippi 39401.

4. The object of this corporation is to establish a volunteer fire department for the Oak Grove Community and surrounding areas and to obtain and maintain various fire fighting equipment and to train personnel, to establish an organization for fighting fires, and to do all things which can be done by such an organization.

5. The period of existence shall be perpetual.

6. The purpose for which the corporation is created is not contrary to laws and the rights and powers of the corporation shall be limited to those reasonably necessary to accomplish the stated purpose of the association and incorporation which stated purpose is as follows:

To operate a volunteer or other fire department or association to prevent and fight fires, whether residential, commercial, woods or brush fires, or any other fires which might damage life or property, and to educate people in the area in fire prevention and fire fighting techniques. To raise money for all types of various activities for carrying out these purposes and to obtain land and buildings, equipment and anything else incidental or helpful in carrying out the purposes herein stated.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership

by death or otherwise, the termination of all interest of such members in the corporate assets and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditor.

R. G. Howell  
R. G. HOWELL

J. C. Nelson  
J. C. NELSON

Thurman Norton  
THURMAN NORTON

STATE OF MISSISSIPPI     )  
  )  
COUNTY OF LAMAR         )

THIS DAY personally appeared before me, the undersigned authority in and for the said State and County, the within named, R. G. HOWELL, J. C. NELSON, and THURMAN NORTON, incorporators of the corporation known as the LAMAR COUNTY DISTRICT 4 VOLUNTEER FIRE DEPARTMENT, who acknowledged that they signed, executed and delivered the above and foregoing charter of incorporation as their act and deed on this the 3<sup>rd</sup> day of May, 1976.

GIVEN UNDER my hand and official seal of Office on this the 3<sup>rd</sup> day of May, 1976.

John W. Frasier  
NOTARY PUBLIC



My Commission Expires:  
Dec. 31 1979



Received at the office of the Secretary of State, this the 14 day of 1977

A. D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Robert Palmer  
SECRETARY OF STATE.

Jackson, Miss..

MAY 17, 1976

I have examined this Application for A Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A.F. Summers  
ATTORNEY GENERAL.  
By George W. Smith  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MISSISSIPPI ROOFING CONTRACTORS ASSOCIATION, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 19th day of May A. D., 1976.



*Calvin Fischer*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State

RESOLUTION OF THE  
MISSISSIPPI ROOFING CONTRACTORS ASSOCIATION

Be it resolved by the members of the Mississippi Roofing Contractors Association, an unincorporated association of individuals, that it is the best interest of this association that it be forthwith incorporated as a non-profit corporation under the laws of the State of Mississippi applicable thereto and that L. B. Hall, James R. Cooper, and B. C. Nicholson are elected, appointed, designated, and authorized to act as incorporators in applying for a charter of this association to be named the Mississippi Roofing Contractors Association, Incorporated; that they are fully empowered to do so and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the association as may be necessary so to do.

C E R T I F I C A T E

I, B. C. Nicholson, do hereby certify that I am the duly elected, qualified and acting secretary of the above named unincorporated association of individuals, and that the foregoing is a true and correct copy of a resolution duly adopted at a meeting held on the 8th day of April, 1976, at Jackson, Mississippi, at which a majority of members were present and said meeting was duly and properly called and held.

WITNESS MY SIGNATURE, this the 8th day of April, 1976.

B. C. Nicholson  
SECRETARY

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

MISSISSIPPI ROOFING CONTRACTORS ASSOCIATION, INC.

1. The corporation title of said company is:

Mississippi Roofing Contractors Association, Inc.

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
A. B. Hall	P. O. Box 441 Highway 15 North	Laurel, MS	39440
James Cooper	P. O. Box 6188 4002 Hewes Avenue	Gulfport, MS	39501
Nick Nicholson	P. O. Box 1475 3533 Flowood Drive	Jackson, MS	39205

All incorporators are adult resident citizens of the State of Mississippi.

Highway 15 North

3. The domicile is at P. O. Box 441, Laurel, Mississippi 39440

(Street and No.)

(City)

(State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

This corporation is a nonprofit corporation and no shares of stock are to be issued, and said nonprofit corporation shall be an educational and fraternal organization.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

This corporation is created to promote the general welfare of the residents of the State of Mississippi in relation to the roofing business. The purposes are to unite in fraternal fellowship its members; to combine their efforts so as to promote the roofing business and industry in the State of Mississippi; to advance the roofing business in the State of Mississippi by advancing the standards of roofing through education, research, training and practice; to coordinate the roofing industry and to make the local Mississippi roofing businesses an ever increasing service to the residents of the local communities. The corporation shall carry on and conduct activities and undertakings for the instruction and enlightenment of its members and those engaged in the roofing business and shall engage in such literary, educational, scientific research, benevolent and charitable activities as shall advance the understanding and growth of the roofing business in Mississippi.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: A. B. Hall  
A. B. HALL  
James Cooper  
JAMES COOPER  
Nick Nicholson  
NICK NICHOLSON  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of Jones

This day personally appeared before me, the undersigned authority for the jurisdiction  
aforsaid, Mr. A. B. Hall

incorporators of the corporation known as the MISSISSIPPI ROOFING CONTRACTORS ASSN, INC.  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deeds on this the 26th day of April, 1976  
My Commission Expires: 10-14-78  
Jackson T. Campbell, Notary Public

STATE OF MISSISSIPPI  
County of Harrison

This day personally appeared before me, the undersigned authority for the jurisdiction  
aforsaid, Mr. James A. Cooper

incorporators of the corporation known as the MISSISSIPPI ROOFING CONTRACTORS ASSN, INC.  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the 30th day of April, 1976  
My Commission Expires Mar. 3, 1980  
Margaret Murray, Notary Public

Received at the office of the Secretary of State this the 17th day of May  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

Hubert Palmer  
Secretary of State

Jackson, Miss., MAY 18, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tive of the Constitution and laws of the State, or of the United States

A. F. Summer Attorney General  
By George M. Shindell Assistant Attorney General

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

COUNTY OF Hinds

This day personally appeared before me, the undersigned authority Nick Nicholson

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_ incorporators of the corporation known as the Mississippi Roofing Contractor Association, Inc. who acknowledged that (he)

(they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deeds on this the 10<sup>th</sup> day of May, 1976.

Juan F. Roberts  
Notary Public

my Commission expires 3-31-77



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE BILOXI SHRIMP FESTIVAL, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 19th day of May A. D., 1976.



*Calvin Fischer*

Governor

By the Governor

*Heber Ladner*

Secretary of State

RESOLUTION OF THE BILOXI SHRIMP FESTIVAL, INC.

An Unincorporated Association, To Incorporate, Designating the incorporators, The name of the proposed corporation and authorizing the expenditure of the funds of the association necessary to do so.

Be it resolved by the members of THE BILOXI SHRIMP FESTIVAL, INC. an unincorporated association of individuals, that it is the best interests of this association that it be forthwith incorporated as a nonprofit corporation under the law of the State of Mississippi applicable thereto and that Judge Peter Halat, Lawrence G. Dubaz, Jr., and Reverend John Robinson are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this association to be named THE BILOXI SHRIMP FESTIVAL, INC.; that they are fully empowered to do so and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the association as may be necessary so to do.

CERTIFICATE

I, Lawrence G. Dubaz, Jr. do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is true and correct copy of a Resolution duly adopted at a meeting thereof held on the 7th day of December, 1975, at Biloxi, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

Witness my signature, this 7th day of December, 1975.

Secretary





Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

THE BILOXI SHRIMP FESTIVAL, INC.

1. The corporation title of said company is: The Biloxi Shrimp Festival, Inc.

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Judge Peter Halat	113 Brodie Road	Biloxi	Mississippi
Lawrence G. Dubaz, Jr.	1399 Belvedere Street	Biloxi	Mississippi
Rev. John Robinson	420 East First Street	Biloxi	Mississippi

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at 420 East First Street, Biloxi, Mississippi 39532  
 (Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 79-11-1, Code of Mississippi of 1972, and amendments thereto.)

This corporation is a non-profit corporation, which shall issue no shares of stock. Its type of Corporation shall be fraternal and religious.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

This corporation is created to promote a growth in religious spirit among persons engaged in or associated with the shrimp industry on the Mississippi Gulf Coast, to generate a spirit of fraternity between the shrimping community and other peoples and groups on the Mississippi Gulf Coast, and to hold a celebration or festival annually at Biloxi to promote the foregoing objectives.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures:

*Peter Halat*

Judge Peter Halat

*Lawrence G. Dubaz, Jr.*  
Lawrence G. Dubaz, Jr.

*John Robinson*  
Rev. John Robinson

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

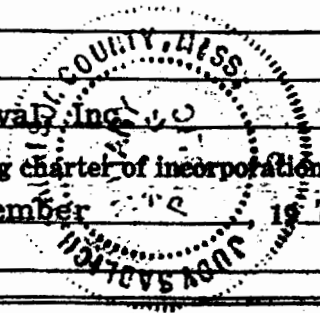
County of HARRISON

This day personally appeared before me, the undersigned authority Judge Peter Halat  
Lawrence G. Dubaz, Jr., Rev. John Robinson

incorporators of the corporation known as the The Biloxi Shrimp Festival, Inc.  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deeds on this the 7<sup>th</sup> day of December 1975.

My Comm. Expires Jan. 5, 1977

*Judge Halat*  
NOTARY PUBLIC



STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 17 day of May  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

*John P. ...*

Secretary of State

Jackson, Miss., MAY 17, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

*A.F. Summer*  
Attorney General

By *George M. Swindle*  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BAXTERVILLE VOLUNTEER FIRE DEPARTMENT, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 19th day of May A. D., 1976.



*Calvin Finch*

Governor

By the Governor

*Heber Ladner*  
Secretary of State

RESOLUTION OF BAXTERVILLE VOLUNTEER  
FIRE DEPARTMENT TO INCORPORATE

At a special meeting of the membership from Baxterville  
Inc.  
Volunteer Fire Department, held on the 15 day of  
APRIL, 1976, at the \_\_\_\_\_,  
Baxterville, after proper motion,  
seconding of motion and a unanimous vote of the membership,  
it was resolved that Baxterville Volunteer Fire Department, Inc.  
incorporate under the laws of the State of Mississippi, as  
a non-profit corporation.

IT IS, THEREFORE, RESOLVED by the membership of Baxterville  
Volunteer Fire Department that the organization incorporate as  
a non-profit corporation under the laws of the State of Miss-  
issippi, and that L. H. Rushing, Lester Breazeale and Paul  
Nicholson be authorized to file for that incorporation and do  
all acts and things necessary to get the organization  
incorporated.

SO, RESOLVED, this the 15 day of APRIL, 1976.

BAXTERVILLE VOLUNTEER FIRE DEPARTMENT, Inc.

By Lester Breazeale

SECRETARY'S CERTIFICATE

I, L. H. Rushing, Secretary of Baxterville Volunteer  
Inc.  
Fire Department, certify that the above is a true and correct  
copy of the resolution duly made by Baxterville Volunteer  
Fire Department authorizing Lester Breazeale, Paul Nicholson  
and L. H. Rushing to apply for a Charter of Incorporation of  
Baxterville Volunteer Fire Department.

WITNESS my signature on this the 15 day of APRIL,  
1976.

L. H. Rushing  
SECRETARY

THE CHARTER OF INCORPORATION OF  
 BAXTERVILLE VOLUNTEER FIRE DEPARTMENT, INC.  
 A Non-Profit Organization

1. The corporation title of said company is:

BAXTERVILLE VOLUNTEER FIRE DEPARTMENT, INC.  
 A Non-Profit Organization

2. The names and post office addresses of the  
 incorporators are:

L. H. Rushing	Route 4,	Lumberton, Mississippi
Lester Breazeale	Route 4,	Lumberton, Mississippi
Paul Nicholson	Route 4,	Lumberton, Mississippi

All incorporators are adult resident citizens of the  
 State of Mississippi.

3. The domicile of the corporation is in care of  
 L. H. Rushing, Route 4, Lumberton, Mississippi 39455.

4. The object of this corporation is to establish a  
 volunteer fire department for the Baxterville Community and  
 surrounding areas and to obtain and maintain various fire  
 fighting equipment and to train personnel, to establish an  
 organization for fighting fires, and to do all things which  
 can be done by such an organization.

5. The period of existence shall be perpetual.

6. The purpose for which the corporation is created  
 is not contrary to laws and the rights and powers of the  
 corporation shall be limited to those reasonably necessary  
 to accomplish the stated purpose of the association and  
 incorporation which stated purpose is as follows:

To operate a volunteer or other fire department or  
 association to prevent and fight fires, whether residential,  
 commercial, woods or brush fires, or any other fires which  
 might damage life or property, and to educate people in the  
 area in fire prevention and fire fighting techniques. To  
 raise money for all types of various activities for carrying  
 out these purposes and to obtain land and buildings, equip-  
 ment and anything else incidental or helpful in carrying  
 out the purposes herein stated.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership by death or otherwise, the termination of all interest of such members in the corporate assets and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

Lester Breazeale

Paul Nicholson

L.H. Rushing

STATE OF MISSISSIPPI )  
                                  )  
COUNTY OF LAMAR        )

THIS DAY personally appeared before me, the undersigned authority in and for the said State and County, the within named, L. H. RUSHING, LESTER BREAZEALE, and PAUL NICHOLSON, incorporators of the corporation known as the Baxterville Inc. Volunteer Fire Department/who acknowledged that they signed, executed and delivered the above and foregoing charter of incorporation as their act and deed on this the 15 day of April, 1976.

GIVEN UNDER MY HAND AND OFFICIAL SEAL of Office on this the 15 day of April, 1976.

Delora Rayburn  
NOTARY PUBLIC  
Superior Dist. 3  
Lamar County Miss.

My Commission Expires:  
Dec 31, 1979

Received at the office of the Secretary of State, this the 17<sup>th</sup> day of May

A. D., 1976, together with the sum of \$ 2.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*Robert Palmer*

SECRETARY OF STATE.

Jackson, Miss..

May 17, 1976

I have examined this application for a Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

*A. F. Summers*  
ATTORNEY GENERAL

By *George M. Swindell*  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of*

LAMAR COUNTY BANK  
PURVIS, MISSISSIPPI

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 19th day of May A. D., 1976.*

*Attest:*

*Calvin Finch*  
Governor.

*Heber Ladner*  
Secretary of State.



# State of Mississippi

## Department of Bank Supervision



**JACKSON**

*The within and foregoing Amendment to the  
Charter of Incorporation of \_\_\_\_\_*

\_\_\_\_\_  
LAMAR COUNTY BANK

\_\_\_\_\_  
PURVIS, MISSISSIPPI

*is here approved.*

*In testimony whereof, I have hereunto set my  
hand and caused the Seal of the  
Department of Bank Supervision  
State of Mississippi to be affixed,  
this 11th \_\_\_\_\_ day of*



\_\_\_\_\_  
May 19 76

JAMES H. MEANS  
State Comptroller

By: *Alanson V. Turnbough*

Deputy STATE COMPTROLLER.

Alanson V. Turnbough

**REPORT OF QUARTERLY MEETING OF THE BOARD OF DIRECTORS**

to be held regularly in the months of January, April  
July and October of each year.

(Required under Section 51-5-45, Mississippi Code of 1972)

(Consisting of 4 Pages)

This report is to be made in each of the above named months and is to be made a part of the minutes of the Board of Directors. This report is required to be held at the bank and recorded in the minutes of the Board of Directors. IT IS NOT MANDATORY TO SUBMIT A COPY OF THIS REPORT TO THE DEPARTMENT OF BANK SUPERVISION.

Name of Bank and Location: Lamar County Bank  
Purvis, Mississippi

Date of Meeting: April 9, 19 76

Members of Board of Directors (all members)	Check (x) for those present
<u>O. B. Black, Jr.</u>	<u>x</u>
<u>C. D. Jackson</u>	<u>x</u>
<u>F. H. Jordan, Jr.</u>	<u>x</u>
<u>R. L. Pylant</u>	<u>x</u>
<u>Monty C. Roseberry</u>	<u>x</u>
<u>Robert W. Roseberry</u>	<u>x</u>

The minutes of the last meeting of the Board of Directors were read and approved with the following exceptions: (If no exceptions, so state). **None.**

Careful consideration was given to a statement of condition for the bank as of the 8th day of April, 1976.

to-wit:		The correctness of same was verified and ordered incorporated in the minutes of the Board of Directors.	
Cash & Due From Banks	1,702,990.44	Common Capital Stock	250,000.00
U. S. Bonds	2,151,935.23	Earned Surplus	800,000.00
State, Co. & Mun Bonds, etc.,	1,985,728.16	Undivided Profits	120,613.99
Federal Funds Sold	500,000.00	Reserve for Losses on	
Loans & Discounts	5,512,176.58	Loans	80,987.48
Banking Houses (2)	200,000.00	Deposits	10,911,360.78
Furniture & Fixtures	78,363.26		
Other Real Estate	1,768.58		
	<u>\$12,162,952.25</u>		<u>\$12,162,952.25</u>

Pursuant to the authorization from Shareholders in regular meeting January 9, 1976, and on motion of F. H. Jordan, Jr., seconded by R. L. Pylant, unanimously carried by vote of all of the Directors, the following resolution was adopted:

"RESOLUTION

RESOLVED, That the plan to increase the common stock of this bank from \$250,000 to \$300,000 by the declaration and issuance, pro-rata, to the holders of the outstanding common stock of this bank, of a dividend in the sum of \$50,000 to be accomplished by the issuance of 500 additional shares of common stock of a par value of \$100 per share, such new shares to be issued and delivered to the holders of common stock on the basis of one (1) additional share of stock for each five (5) shares of stock standing in the name of the stockholder on the books of the bank as of May 20, 1976, making the total capital of the bank \$300,000, and

That the stock issued pursuant to this resolution shall possess the same rights, privileges and immunities as the presently outstanding stock and no other, and

That the Charter of Incorporation of this bank be amended by striking out Section 3 of the Charter of Incorporation, as amended, and inserting in lieu thereof the following:

SECTION 3

The capital stock of this bank shall be Three Hundred Thousand Dollars (\$300,000) divided into 3000 shares of the par value of One Hundred Dollars (\$100) per share, all of which shall be common stock.

-----

And that the officers of said bank shall be and are hereby authorized, empowered and directed, at their discretion, to do all such acts and things as are necessary to accomplish the aforesaid stock dividend."

-----

I, C. D. Jackson, Chairman of the Board of Directors of Lamar County Bank, Purvis, Mississippi, hereby certify that the above is a true and exact excerpt copy of the minutes of the Board of Directors of said bank as recorded April 9, 1976.

This the 6th day of May, 1976.



*C. D. Jackson*  
\_\_\_\_\_  
C. D. Jackson Chairman

There being no further business, the Directors adjourned.

ATTEST:

*Gene L. Stewart*  
\_\_\_\_\_  
Cashier  
April 9, 1976

*C. D. Jackson*  
\_\_\_\_\_  
Chairman

"RESOLUTION

RESOLVED, That the plan to increase the common stock of this bank from \$250,000 to \$300,000 by the declaration and issuance, pro-rata, to the holders of the outstanding common stock of this bank, of a dividend in the sum of \$50,000 to be accomplished by the issuance of 500 additional shares of common stock of a par value of \$100 per share, such new shares to be issued and delivered to the holders of common stock on the basis of one (1) additional share of stock for each five (5) shares of stock standing in the name of the stockholder on the books of the bank as of May 20, 1976, making the total capital of the bank \$300,000, and

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SECTION 3

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-----

ATTEST:

*Paul J. [Signature]*  
Cashier

*[Signature]*  
Chairman

April 9, 1976

MINUTES OF ANNUAL MEETING OF STOCKHOLDERS  
OF  
LAMAR COUNTY BANK  
Purvis, Mississippi  
January 9, 1976

BE IT REMEMBERED, That the annual meeting of stockholders of Lamar County Bank was held at the banking house in Purvis, Mississippi, at 3:00 p.m. on the 9th day of January, 1976, pursuant to a notice of more than ten days sent to each shareholder of record by the Chairman of said bank, said notice being as follows:

"Purvis, Mississippi  
December 19, 1975

To the Shareholders of  
Lamar County Bank  
Purvis, Mississippi

To the Shareholder Addressed:

You are hereby notified that the regular annual shareholders meeting of Lamar County Bank, Purvis, Mississippi, will be held at the banking house of said corporation in the Town of Purvis, Mississippi, on Friday, January 9, 1976, at 3:00 p.m. to elect a Board of Directors for the ensuing year and to transact all other business that may properly come before the said regular annual shareholders meeting of the said bank.

In the event you cannot be present, please sign the enclosed proxy and return to the bank in the self-addressed envelope herein.

Very truly yours,

CDJ/jad  
Encl.

Signed/ C. D. Jackson  
Chairman"

The following certificate of mailing was presented:

"December 19, 1975

I certify that I have this day mailed to each of the shareholders of record at their postoffice address, postage paid, a notice of the time and place for the regular annual shareholders meeting, to be in the banking house on Friday, January 9, 1976 at 3:00 p.m.

Respectfully,

Signed/ C. D. Jackson  
Chairman"

The meeting was called to order and, on proper motion duly carried, C. D. Jackson was elected Chairman of the shareholders meeting and Robert W. Roseberry was elected Secretary of the shareholders meeting.

Upon roll call, it was ascertained that the stockholders representing the number of shares appearing opposite their respective names were present in person as follows:

<u>NAME OF STOCKHOLDER</u>	<u>NUMBER OF SHARES</u>
O. B. Black, Jr.	171 2/3
C. D. Jackson	25 5/6
F. H. Jordan, Jr.	125
R. L. Pylant	122 1/2
James E. Roseberry	158 23/24
Monty C. Roseberry	83 1/3
Robert W. Roseberry	174 7/12
Total in Person	861 7/8

And that the stockholders representing the number of shares opposite their respective names at said meeting represented by proxy were as follows:

<u>NAME OF STOCKHOLDER</u>	<u>NAME OF PROXY</u>	<u>NUMBER OF SHARES</u>
Exer G. Barr	C. D. Jackson	16 2/3
Inez E. Black	O. B. Black, Jr.	5
Donna R. Holcomb	Robert Roseberry	118 23/24
Virginia L. Jackson	C. D. Jackson	20
Mrs. F. H. Jordan	F. H. Jordan, Jr.	179 1/6
Margaret B. Jordan	F. H. Jordan, Jr.	41 2/3
W. H. Jordan	F. H. Jordan, Jr.	37 1/2
Paul W. McMullan	C. D. Jackson	16 2/3
Fred J. Manar	F. H. Jordan, Jr.	33 1/3
Dr. Roger W. Manar	F. H. Jordan, Jr.	66 2/3
Bonnibel A. Pylant	R. L. Pylant	2 1/2
Miss Don E. Pylant	C. D. Jackson	33 1/3
Jack L. Pylant	R. L. Pylant	125
Mrs. Lula P. Pylant	R. L. Pylant	8 1/3
Yuba J. Pylant	R. L. Pylant	91 2/3
Jane P. Roberts	O. B. Black, Jr.	33 1/3
Catherine W. Roseberry	Robert Roseberry	252 17/24
Malcolm L. Roseberry	Robert Roseberry	83 1/3
Mrs. Bessie D. Wilson	Robert Roseberry	180 5/6
Estate of C. E. Wilson	Robert Roseberry	291 11/24
Total by Proxy		1638 1/8

All of the shares of the said bank were represented, either in person or by proxy.

The notice and proxies were found to be in due and proper form and were approved and ordered filed.

On proper motion and duly carried, the shareholders waived reading of the notice of this meeting and ordered the original notice filed in the minutes.

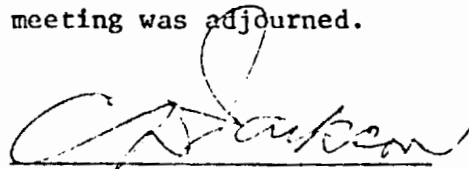
On motion of F. H. Jordan, Jr., seconded by R. L. Pylant, unanimously carried, the shareholders approve and authorize Directors at their discretion during 1976 to increase Capital Stock of Lamar County Bank, Purvis, Mississippi, by amendment to the Charter, increasing Common Capital Stock from \$250,000. to \$300,000., being a 20% increase, by declaration of stock dividend from Undivided Profits.

On motion of F. H. Jordan, Jr., seconded by R. L. Pylant, unanimously carried by the entire vote of all of the stock issued, being present in person and by proxy, the following named shareholders were duly elected members of the Board of Directors of Lamar County Bank for the year 1976, to-wit:

O. B. Black, Jr.	Purvis, Mississippi
C. D. Jackson	Purvis, Mississippi
F. H. Jordan, Jr.	Purvis, Mississippi
R. L. Pylant	Purvis, Mississippi
Monty C. Roseberry	Purvis, Mississippi
Robert W. Roseberry	Purvis, Mississippi

There being no further business, the meeting was adjourned.

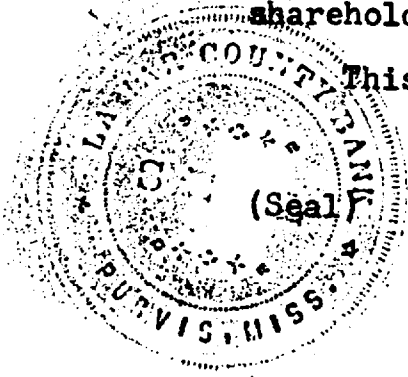
  
Secretary

  
Chairman

January 9, 1976

I, Robert W. Roseberry, Secretary of the Shareholders annual meeting January 9, 1976, hereby certify that the above is a true and exact excerpt copy of the minutes of shareholders of said bank as recorded January 9, 1976.

This the 6th day of May, 1976.



*Robert W. Roseberry* Secretary  
Robert W. Roseberry



AMENDMENT TO ARTICLES OF INCORPORATION  
of  
LAMAR COUNTY BANK  
PURVIS, MISSISSIPPI

RESOLVED, That the plan to increase the common stock of this bank from \$250,000 to \$300,000 by the declaration and issuance, pro-rata, to the holders of the outstanding common stock of this bank, of a dividend in the sum of \$50,000 to be accomplished by the issuance of 500 additional shares of common stock of a par value of \$100 per share, such new shares to be issued and delivered to the holders of common stock on the basis of one (1) additional share of stock for each five (5) shares of stock standing in the name of the stockholder on the books of the bank as of May 20, 1976, making the total capital of the bank \$300,000, and

That the stock issued pursuant to this resolution shall possess the same rights, privileges and immunities as the presently outstanding stock and no other, and

That the Charter of Incorporation of this bank be amended by striking out Section 3 of the Charter of Incorporation, as amended, and inserting in lieu thereof the following:

SECTION 3

The capital stock of this bank shall be Three Hundred Thousand Dollars (\$300,000) divided into 3000 shares of the par value of One Hundred Dollars (\$100) per share, all of which shall be common stock.

STATE OF MISSISSIPPI

COUNTY OF LAMAR:.....

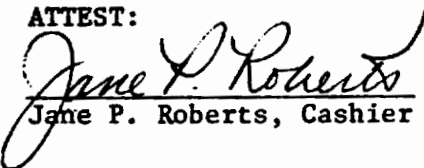
I, the undersigned Chairman of the Board of Lamar County Bank, Purvis, Mississippi, do hereby certify that the foregoing is a true and correct copy of the resolution amending the Charter of the said bank as the same was adopted at a regular meeting of the directors held on the 9th day of April, 1976, in accordance with the by-laws of the bank, and a resolution adopted by the majority (100%) of all of the outstanding stock of said bank, on January 9, 1976, in the Annual Shareholders Meeting.

In Testimony Whereof Witness my signature and the seal of Lamar County Bank, Purvis, Mississippi, this the 7th day of May, 1976.



  
C. D. Jackson, Chairman

ATTEST:

  
Jane P. Roberts, Cashier

Received at the office of the Secretary of State, this the 11<sup>th</sup> day of May

A. D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Palmer  
SECRETARY OF STATE.

Jackson, Miss.,

May 17, 1976

I have examined this Amendment to the Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. O. Summer  
ATTORNEY GENERAL

By W. D. Coleman  
Attorney General.  
Deputy

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# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

TATE COUNTY PEST MANAGEMENT SOCIETY, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 24th day of May A. D., 1976.



*Calvin T. Tucker*

Governor

By the Governor

*Heber Lodner*

Secretary of State

On motion made by Jim Hardy, seconded by Richard Wright, and unanimously approved by the membership of the Tate County Pest Management Society, the following resolution was adopted:

RESOLUTION OF TATE COUNTY PEST MANAGEMENT SOCIETY DESIGNATING THREE OF ITS MEMBERS TO APPLY FOR A CHARTER OF INCORPORATION

Resolved that Jerry Baker, James Loyd Presley and George Rone, all being adult residents of Tate County, Mississippi and members of the Tate County Pest Management Society, be and they are hereby authorized and directed to apply to the proper state officials of the State of Mississippi for a Charter of Incorporation for an organization to be known as TATE COUNTY PEST MANAGEMENT SOCIETY, INC., the same to be a non-profit, non-share corporation as set forth under Section 79-11-1, et. seq., Mississippi Code 1972, Annotated.

This the 18th day of May, 1976.

  
\_\_\_\_\_  
President - Jerry Baker

ATTEST:


  
\_\_\_\_\_  
Secretary - George Rone

CERTIFICATE

BOOK 226 PAGE 39

I, George Rone, the duly elected and acting Secretary of the Tate County Pest Management Society, do hereby certify that the above and foregoing resolution is a true and correct copy of the resolution duly adopted by the members of said Society on the 18th day of May, 1976, at a duly convened and held meeting and at which a quorum was present.

WITNESS my signature on this the 18th day of May, 1976.

  
SECRETARY

BY-LAWS OF

TATE COUNTY PEST MANAGEMENT SOCIETY, INC.

ARTICLE I

GENERAL PURPOSES

The purposes for which this corporation is formed are set forth in the Articles of Incorporation of the Corporation.

ARTICLE II

NAME AND LOCATION

SECTION 1. The name of this corporation is the Tate County Pest Management Society, Inc.

SECTION 2. The principal office of this corporation shall be located in the City of Senatobia, County of Tate, State of Mississippi.

ARTICLE III

SEAL

SECTION 1. The seal of the corporation shall have inscribed thereon the name of the corporation, and the Secretary-Treasurer of the Corporation shall have custody of the seal.

ARTICLE IV

FISCAL YEAR

SECTION 1. The fiscal year of the corporation shall begin the 1st day of January in each year.

ARTICLE V

MEMBERSHIP

SECTION 1. The membership of this corporation shall be farmers or farm owners who desire to participate in an effective pest management program and sign an agreement to that effect, pay the fees as set by the Board of Directors, and agree to be bound by the By-laws of this corporation. Each member shall have one only (1) membership for his property served, and each member shall have one (1) vote at membership meetings. The members of this corporation shall own same, and each member shall have a right to his pro-rata share, as determined by the Board of Directors, in the event of dissolution.

ARTICLE VI

MEETINGS OF MEMBERS

SECTION 1. The annual meeting of the members of this corporation



shall be held in the City of Senatobia, County of Tate, State of Mississippi, at 6:30 P.M. on the Third (3rd) Thursday of January of each year. The place, day, and time of the Annual meeting may be changed to any other convenient place, day, and time by the Board of Directors giving notice thereof to each member not less than ten (10) days in advance thereof.

SECTION 2. Special meetings of the members may be called at any time by the Board of Directors acting through the Secretary. The purpose of the special meeting shall be stated in the notice thereof which shall be given to each member not less than ten (10) days prior to the special meeting. No business other than that stated in the notice shall be transacted.

SECTION 3. Directors of this corporation shall be elected at the annual meeting of the members as set forth hereinabove.

## ARTICLE VII

### DIRECTORS & OFFICERS

SECTION 1. The governing body of this Society shall be a Board of Directors composed of THREE (3) Members to be elected at each annual meeting. The initial Board of Directors shall be elected at the organizational meeting following the issuance of the charter, and they shall serve until the first annual meeting of the members and until their successors are elected and have qualified.

SECTION 2. The Board of Directors shall meet within ten (10) days after the annual election of Directors and shall elect a President, a Vice-President, and a Secretary-Treasurer, each of whom shall hold office until the next annual meeting and until the election and qualification of his successor unless sooner removed by death, resignation or for cause.

SECTION 3. If the office of any director becomes vacant by reason of death, resignation, retirement, or otherwise, a majority of the remaining directors, though less than a quorum, shall, by a majority vote, choose a successor who shall hold office until the next regular meeting of the membership at which time a new director shall be elected, provided that in the call of the regular meeting a notice of such election shall be given.

SECTION 4. A majority of the Board of Directors shall constitute a quorum at any meeting of the Board. The affirmative vote of the majority of the directors at a meeting at which a quorum is present shall be the act of the Board.

SECTION 5. Compensation of officers, if any, may be fixed at any regular or special meeting of the members of the corporation. Directors shall receive no compensation for their services as such.

## ARTICLE VIII

### DUTIES OF DIRECTORS

SECTION 1. To approve membership in the corporation.

SECTION 2. To select and appoint all officers, agents or employees of the corporation, and remove same, prescribe such duties and designate such powers as may not be inconsistent with these By-Laws, fix their compensation and pay for faithful services.

SECTION 3. To borrow from any source, money, goods or services and to make and issue notes and other negotiable or nonnegotiable instruments evidencing indebtedness of the corporation; to make and issue mortgages deeds of trust, pledges of revenue, trust agreements, security agreements, and other instruments evidencing a security interest in the assets of the corporation; and to do every act and thing necessary to effectuate the same.

SECTION 4. To prescribe, adopt and amend, from time to time such equitable uniform rules and regulations as, in its discretion, may be deemed essential or convenient for the conduct of the business and affairs of the corporation and the guidance and control of its officers and employees, and to provide adequate penalties for the breach thereof.

SECTION 5. To require all officers, agents and employees charged with responsibility for the custody of any funds of the corporation to give adequate bonds, the cost thereof to be paid by the corporation.

SECTION 6. To select one or more banks to act as depositories of the funds of the corporation and to determine the manner of receiving, depositing, and disbursing the funds of the corporation.

SECTION 7. To set the fee to be paid by the members for the services rendered in pest management, the manner in which they are to be paid, and to enforce collection of such fees by the suspension of services of the corporation.

## ARTICLE IX

### AMMENDMENTS

SECTION 1. These By-Laws may be repealed or amended by a vote of a majority of the members present at any regular meeting of the corporation, or at any special meeting of the corporation called for that purpose.

We certify that the foregoing By-Laws were duly adopted by the members on the 29<sup>th</sup> day of March, 1976; that the same are in full force and effect and have not been amended. Given under our hands and the seal of the corporation, this the 29<sup>th</sup> day of March, 1976.

ATTEST:

George Bone  
SECRETARY-TREASURER

Jerry Baker  
PRESIDENT

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

1. The corporation title of said company is: **TATE COUNTY PEST MANAGEMENT SOCIETY, INC.**

2. The names and post office addresses of the incorporators are:  
 (The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
James Loyd Presley	Highway 4 , West	Senatobia ,	Mississippi 38668
Jerry Baker	Route 1	Coldwater	Mississippi 38618
George Rone	Box 188	Senatobia ,	Mississippi 38668

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at: 1 French Alley , Senatobia, Mississippi 38668  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 79-11-1, Code of Mississippi of 1972, and amendments thereto.)

This is a non-profit corporation, and no shares of stock will or shall be issued. It is an agricultural society as authorized by the provisions of Section 79-1-11, et. seq., Mississippi Code 1972, Annotated.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

(1) This is an Agricultural Society organized for the purpose of carrying out a more organized and effective insect control program in Tate County, Mississippi, by the employment of Scouts for the purpose of periodically checking all cotton fields on the farms of all participants. Poisoning recommendations will be made in accordance with the level of infestation as reported by the Scouts.

(2) To cooperate with the Mississippi Department of Agriculture, Mississippi State University, U. S. Department of Agriculture, and all other agencies interested in the control of cotton insects.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures Jerry Baker  
James Loyd Presley  
George Rone  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of TATE

This day personally appeared before me, the undersigned authority Jerry Baker,  
James Loyd Presley and George Rone,  
James Loyd Presley George Rone  
Incorporators of the corporation known as the TATE COUNTY PEST MANAGEMENT SOCIETY, INC.  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(their) act and deeds on this the 18th day of May, 1976  
(SEAL) John R. Pisci Jr. Notary Public  
My Commission Expires JANUARY 7, 1980

STATE OF MISSISSIPPI  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_

Received at the office of the Secretary of State this the 24 day of May  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

J. Peter Palmer  
Secretary of State

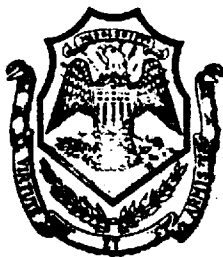
Jackson, Miss., MAY 24, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tive of the Constitution and laws of the State, or of the United States.

A.F. Summers Attorney General  
By George W. Summitt Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will  
be sufficient.

# State of Mississippi



Office of Secretary of State  
Jackson

*I, Heber Ladner, Secretary of State, do certify that the amendment hereto attached, amending the Charter of Incorporation of*

FAMILY GUARANTY LIFE INSURANCE COMPANY

*was pursuant to the provisions of the laws of Mississippi recorded in the Records of Incorporations in this office, in PHOTOSTAT BOOK NUMBER TWO HUNDRED AND TWENTY-SIX, PAGES 45 - 53.*

*Given under my hand and Seal of office hereunto affixed, this 24th Day of May, 1976*



*Heber Ladner*

SECRETARY OF STATE

MINUTES OF SPECIAL MEETING OF  
THE STOCKHOLDERS OF  
FAMILY GUARANTY LIFE INSURANCE COMPANY

BE IT REMEMBERED that a special meeting of the stockholders of Family Guaranty Life Insurance Company held at the office of the corporation at 1718 25th Avenue, Gulfport, in Harrison County, Mississippi on the 20th day of May, 1976, at which time there was present, Robert M. Riemann, R. Mack Riemann and David F. Riemann, being all of the stockholders of Family Guaranty Life Insurance Company, which meeting was convened pursuant to a Waiver of Notice of the time, place and purpose of the meeting; at which time, Robert M. Riemann presided as Chairman and Mr. David F. Riemann acted as Secretary.

Upon the recommendation of the Board of Directors, there came on for consideration the following resolution:

RESOLVED that the charter of incorporation of the Family Guaranty Life Insurance Company be amended for the purpose of increasing its authorized capital stock from \$25,000 to \$50,000 and increasing its reserve requirements from \$5,000 to \$25,000. Paragraph 6 of the Charter of Incorporation is hereby amended to read as follows:

"6. The corporation shall also have the right to do any and all other things necessary, incidental and proper to the operation of this insurance company, and the right to enjoy all rights, powers,

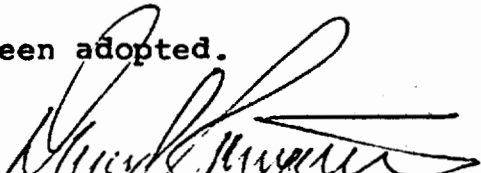
privileges and authorities conferred upon insurance companies by the laws of the State of Mississippi and of other applicable jurisdictions; with a capital authorized in the amount of Fifty Thousand Dollars (\$50,000.00), five hundred (500) shares of common stock at a par value of One Hundred Dollars (\$100.00) per share, but with the corporation being required to receive Fifty Thousand Dollars (\$50,000.00) for the issuance of shares and at least an additional Twenty Five Thousand Dollars (\$25,000.00) as reserve before it shall commence the transaction of the aforesaid insurance business, and have complied with the provisions of the statute of this State in such case made and provided, as appears from the Certificate of the President, Secretary, and Directors of said corporation duly approved by the Commissioner of Insurance, and recorded in this office."

BE IT FURTHER RESOLVED that Article VI of the Article of Association be amended to read " The corporation shall not commence business until consideration of the value of at least One Thousand (\$1,000) Dollars has been received for the issuance of shares. Furthermore, the corporation shall not commence the transaction of the insurance business as specified in Paragraph III of this corporation until the corporation has received \$50,000 for the issuance of shares and has deposited as a reserve at least \$25,000."

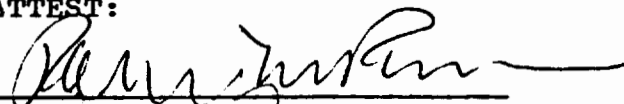
BE IT FURTHER RESOLVED that the President and Secretary of

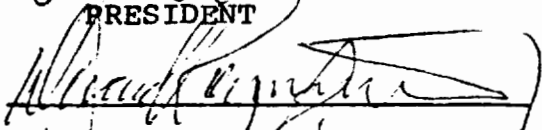

this corporation be and are hereby authorized to make application to the Commissioner of Insurance of the State of Mississippi for the approval of the foregoing amendments to the Articles of Association and to the Charter of Incorporation and following such approval to apply to the Secretary of State for the amendment of its charter and to do any and all necessary things to accomplish the same.

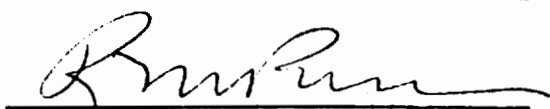
The motion to adopt the resolution was duly made by David F. Riemann and R. Mack Riemann seconded the motion, and upon being put to a vote, same received the affirmative vote of all of the outstanding shares of the corporation, whereupon the Chairman declared the Resolution to have been adopted.

  
SECRETARY

ATTEST:

  
PRESIDENT





C E R T I F I C A T E

I, DAVID F. RIEMANN, Secretary of the Stockholders of FAMILY GUARANTY LIFE INSURANCE COMPANY, hereby certifies that the above and foregoing is a true and correct copy of the Minutes of a special meeting of the Stockholders of FAMILY GUARANTY LIFE INSURANCE COMPANY held at the time and place therein indicated, at which time all the authorized issued stock of the corporation represented in person; all stockholders then and there waiving notice of the time, place and purpose of meeting and that the resolution as contained in the foregoing minutes was duly adopted as therein recited.

WITNESS MY SIGNATURE on this the 20<sup>th</sup> day of May,  
1976.

  
\_\_\_\_\_  
DAVID F. RIEMANN

(TO BE EXECUTED IN DUPLICATE)

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF

FAMILY GUARANTY LIFE INSURANCE COMPANY

Pursuant to the provisions of Section 61 of the Mississippi Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of this corporation is Family Guaranty Life Insurance Company

SECOND: The following amendment of the Articles of Incorporation was adopted by the shareholders of the corporation on May 20, 19 76, in the manner prescribed by the Mississippi Business Corporation Act:

(Insert Amendment)

For the purpose of increasing its authorized capital stock from \$25,000 to \$50,000 and increasing its ~~reserve~~ <sup>surplus</sup> requirements from \$5,000 to \$25,000, paragraph 6 of the charter of incorporation of this company is hereby amended to read as follows:

6. The corporation shall also have the right to do any and all other things necessary, incidental and proper to the operation of this insurance company, and the right to enjoy all rights, powers, privileges and authorities conferred upon insurance companies by the laws of the State of Mississippi and of other applicable jurisdictions; with a capital authorized in the amount of Fifty Thousand Dollars (\$50,000.00), five hundred (500) shares of common stock at a par value of One Hundred Dollars (\$100.00) per share, but with the corporation being required to receive Fifty Thousand Dollars (50,000.00) for the issuance of shares and at least an additional Twenty Five Thousand Dollars (\$25,000.00) as ~~reserve~~ <sup>surplus</sup> before it shall commence the transaction of the aforesaid insurance business, and have complied with the provisions of the statute of this State in such case made and provided, as appears from the certificate of the President, Secretary, and Directors of said corporation duly approved by the C-10 Commissioner of Insurance, and recorded in this office.

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 250; and the number of shares entitled to vote thereon was 250

FOURTH: The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

Class	(Note 1)	Number of Shares
Common		250

FIFTH: The number of shares voted for such amendment was 250; and the number of shares voted against such amendment was None

SIXTH: The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was:

Class	(Note 1)	Number of Shares Voted	
		For	Against
Common		250	None

SEVENTH: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows: (Note 2)

No Change

EIGHTH: The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital (expressed in dollars) as changed by such amendment, are as follows: (Note 2)

Increase authorized capital stock from \$25,000 to \$50,000 and increase its <sup>surplus</sup> ~~reserve~~ requirements from \$5,000 to \$25,000.

*RMR MW*

Dated May 20, 19 76.

FAMILY GUARANTY LIFE INSURANCE COMPANY  
(Exact Corporate Title)

By *Robert M. Riemann*  
Its \_\_\_\_\_ President

By *David F. Riemann*  
Its \_\_\_\_\_ Secretary

- Notes: 1. If inapplicable, insert "None".
- 2. If inapplicable, insert "No Change".

STATE OF MISSISSIPPI  
COUNTY OF HARRISON } SS.

I, G. E. ESTES, JR., a notary public, do hereby certify that on this 20th day of May, 19 76, personally appeared before me \_\_\_\_\_

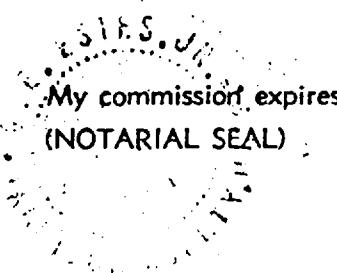
ROBERT M. RIEMANN and DAVID F. RIEMANN, who, being by me first duly sworn, declared that ~~he~~ they are President and Secretary

of FAMILY GUARANTY LIFE INSURANCE COMPANY, and he executed the foregoing document as President and Secretary of the corporation, and that the statements therein contained are true.

*G. E. Estes, Jr.*

Notary Public

G. E. ESTES, JR., NOTARY PUBLIC  
Eul port, Harrison County, Mississippi  
My Commission Expires June 20 1979



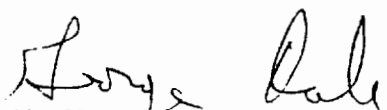
My commission expires \_\_\_\_\_  
(NOTARIAL SEAL)

C E R T I F I C A T E

I, GEORGE DALE, Commissioner of Insurance for the State of Mississippi, do hereby certify that the Amendment to the Articles of Association of Family Guaranty Life Insurance Company, together with all records and proceedings relating to the organizational meetings thereof, were this day filed with me, that all requirements of law in relation thereto appear to have been complied with, and that the same are this day approved by me and referred to the Secretary of State for his proper handling.

WITNESS my signature on this, the 24<sup>th</sup> day of May, 1976.



  
\_\_\_\_\_  
GEORGE DALE  
Commissioner of Insurance

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# State of Mississippi



EXECUTIVE

OFFICE

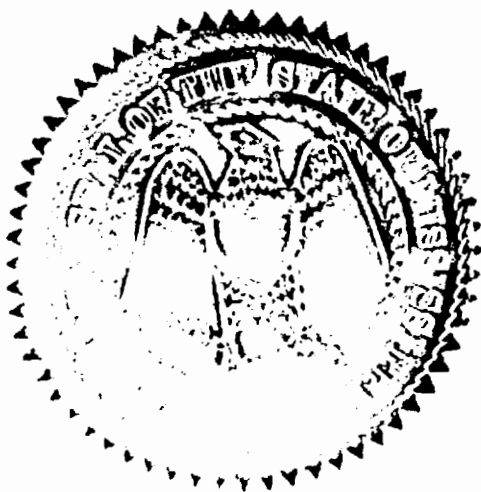
JACKSON

The within and foregoing Charter of Incorporation of

RED BANKS-MARSHALL COUNTY VOLUNTEER FIRE DEPARTMENT, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 25th day of May A. D., 1976.



*Calvin Finch*

Governor

By the Governor

*Heber Ladner*  
Secretary of State

RESOLUTION OF RED BANKS-MARSHALL COUNTY  
VOLUNTEER FIRE DEPARTMENT, AN  
UNINCORPORATED ASSOCIATION, TO  
INCORPORATE, DESIGNATING THE INCOR-  
PORATORS, THE NAME OF THE PROPOSED  
CORPORATION AND AUTHORIZING THE  
EXPENDITURES OF THE FUNDS OF THE  
ASSOCIATION NECESSARY TO DO SO

BE IT RESOLVED by the members of the Red Banks-Marshall County Volunteer Fire Department, an unincorporated association of individuals, that it is in the best interests of this association that it be forthwith incorporated as a non-profit corporation under the laws of the State of Mississippi applicable thereto and that James B. Stowell, J. C. Smith and James Houston are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this association to be named Red Banks-Marshall County Volunteer Fire Department, Inc.; that they are fully empowered to do and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the association as may be necessary so to do.

CERTIFICATE

I, James Houston, do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is true and correct copy of a Resolution duly adopted at a meeting thereof held on the 13th day of May, 1976, at Red Banks Community, Marshall County, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

Witness my signature, this the 17th day of May, 1976.

SECRETARY

  
JAMES HOUSTON



Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

1. The corporation title of said company is:

RED BANKS-MARSHALL COUNTY VOLUNTEER FIRE DEPARTMENT, INC.

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
James B. Stowell	Route 3, Box 130	Holly Springs, Mississippi	38635
J. C. Smith	Route 3, Box 172-B	Holly Springs, Mississippi	38635
James Houston	P. O. Box 59	Victoria, Mississippi	38679

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at Red Banks-Marianna Road North of Lee's Crossing, South of Red Banks Community, Marshall County, RFD, Holly Springs, MS 38635  
 (Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

The corporation is non-profit and no shares of stock shall be issued.

The type of corporation is to be that of a fire company.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To perform for the benefit of the Red Banks Community and adjacent areas of Marshall County, Mississippi the duties and responsibilities of a volunteer fire department, including, but not limited to the prevention of fire and the protection of life and property by providing organized and trained manpower, equipment, warning, fire education, water, chemical defense and prevention measures; and to those ends, to exercise all rights and powers and to do and perform any and all acts not prohibited to a non-profit corporation under the laws of the State of Mississippi.

... This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

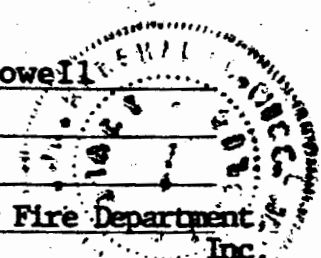
NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: James B. Stowell  
J. C. Smith  
James Houston  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of MARSHALL

This day personally appeared before me, the undersigned authority James B. Stowell  
J. C. Smith, James Houston  
\_\_\_\_\_  
\_\_\_\_\_  
incorporators of the corporation known as the Red Banks-Marshall County Volunteer Fire Department, Inc.  
who acknowledged that ~~XXX~~ (they) signed and delivered the above and foregoing charter of incorporation as  
~~XXXX~~ (their) act and deeds on this the 17th day of May, 1976



My commission expires: 9-26-79

James M. Warren  
\_\_\_\_\_  
Notary Public

STATE OF MISSISSIPPI  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 19<sup>th</sup> day of May  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

John Palmer  
\_\_\_\_\_  
Secretary of State

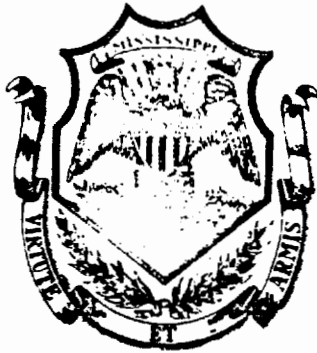
Jackson, Miss., MAY 21, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tion of the Constitution and laws of the State, or of the United States.

A.F. Sumner  
\_\_\_\_\_  
Attorney General  
By George M. Swindell  
\_\_\_\_\_  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will  
be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SALTILLO C.B. CLUB, INCORPORATED

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 25th day of May A. D., 1976.

*Calvin Frick*

Governor

By the Governor

*Heber Ladner*

Secretary of State



RESOLUTION OF SALTILO C.B. CLUB, AN UNINCORPORATED ASSOCIATION, TO INCORPORATE, DESIGNATING THE INCORPORATORS, THE NAME OF THE PROPOSED CORPORATION AND AUTHORIZING THE EXPENDITURE OF THE FUNDS OF THE ASSOCIATION NECESSARY TO DO SO.

BE IT RESOLVED by the members of Saltillo C.B. Club, an unincorporated association of individuals, that it is to the best interests of this association that it be forthwith incorporated as a nonprofit corporation under the laws of the State of Mississippi applicable thereto and that Bill Wigginton, Route 2, Box 58, Saltillo, Mississippi; Kenneth Herring, 503 Shirley Street, Tupelo, Mississippi and Kenneth Peach, Post Office Box 35, Saltillo, Mississippi are elected, appointed and designated and authorized to act as incorporators in applying for a charter of this association to be named Saltillo C.B. Club, Incorporated; that they are fully empowered to do and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the association as may be necessary so to do.

C E R T I F I C A T E

I, Peggy Christopher, do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is a true and correct copy of a Resolution duly and properly adopted at a meeting thereof held on the 11th day of May, 1976, at which a majority of the members were present, and said meeting was duly and properly called and held.

Witness my signature this the 15<sup>th</sup> day of May, 1976.

Peggy Christopher  
SECRETARY

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

SALTILLO C.B. CLUB, INCORPORATED

1. The corporation title of said company is:

SALTILLO C.B. CLUB, INCORPORATED

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Bill Wigginton	Route 2 Box 58	Saltillo	Mississippi
Kenneth Peach	P. O. Box 35	Saltillo	Mississippi
Kenneth Herring	503 Shirley Street	Saltillo	Mississippi

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at Route 2 Box 58 Saltillo Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 79-11-1, Code of Mississippi of 1972, and amendments thereto.)

The corporation is a nonprofit organization and no shares of stock will be issued, same being a civic improvement society.

5. Period of existence shall be perpetual.
6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

This organization is created and dedicated to civic and community improvement and is devoted to the purpose of social affairs, public welfare and community growth; it is a nonprofit, non-share organization and it dedicated to promoting and fostering the general welfare of the surrounding community and more particularly the community of Saltillo, Mississippi and to collect and distribute information of value to its members, to increase efficiency and effectiveness of its membership generally through constructive action directed toward helping others throughout the surrounding area and to do all things necessary to have a harmonious and effective citizens band radio club.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

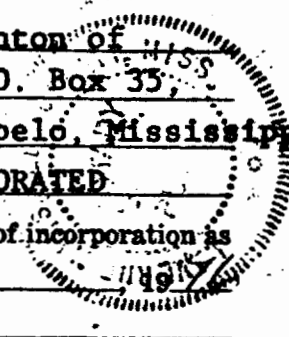
NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: Bill Wigginton  
Kenneth Herring  
Kenneth Peach  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

**ACKNOWLEDGMENT**

STATE OF MISSISSIPPI  
County of Lee

This day personally appeared before me, the undersigned authority Bill Wigginton of  
Route 2 Box 58; Saltillo, Mississippi; Kenneth Peach of P. O. Box 35,  
Saltillo, Mississippi and Kenneth Herring of 503 Shirley, Tupelo, Mississippi  
incorporators of the corporation known as the SALTILLO C.B. CLUB, INCORPORATED  
who acknowledged that ~~(HE)~~ (they) signed and delivered the above and foregoing charter of incorporation as  
(HE) (their) act and deeds on this the 14<sup>th</sup> day of May  
My Commission Expires January 14, 1980



STATE OF MISSISSIPPI  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_  
\_\_\_\_\_, \_\_\_\_\_,  
\_\_\_\_\_, \_\_\_\_\_,  
incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

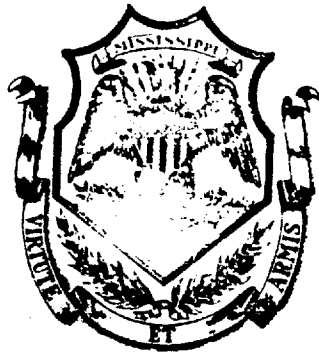
Received at the office of the Secretary of State this the 19<sup>th</sup> day of May  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.  
John Fisher  
Secretary of State

Jackson, Miss., MAY 21, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tive of the Constitution and laws of the State, or of the United States.  
A.F. Summer  
Attorney General  
By George M. Swindell  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CLAIBORNE COUNTY ROUGH RIDERS C.B. CLUB

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 25th day of May A. D., 1976.

*Calvin Frick*

Governor

By the Governor

*Heber Ladner*  
Secretary of State



RESOLUTION OF THE C.C.R.R.C.B.C.

As an unincorporated organization, we seek to incorporate, designating several members as incorporators who will actuate the incorporation process; and authorize the necessary expenditure to actuate same.

Be it resolved by the members of C.C.R.R.C.B.C., an unincorporated association of individuals, that the collective concensus is that it would be beneficial to incorporate and that Neal Ellis, John Walls and Dave Larsen have been elected to act as incorporators in applying for a charter of this organization to be named C.C.R.R.C.B.C., and that they are authorized to perform any and all acts necessary to secure said charter, including authorizing of any expenditures for same purpose.

Certification

I, Dave Larsen, do hereby certify that the above resolution has been introduced, voted on and approved on March 7, 1976, 5:15 p.m. at the Student Union of Alcorn State University, by an appropriate majority of the above named organization of individuals and that said meeting was duly and properly called to order.

Post G.B.M., No. 39158  
Commission Expires Feb. 24, 1980  
P.O. Box 31  
John E. Walls, Jr.

Witness my signature, this the  
7<sup>th</sup> day of March, 1976  
David J. Larsen, Secretary

David J. Larsen



Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

1. The corporation title of said company is: **Claiborne County Rough Riders C.B. Club**

2. The names and post office addresses of the incorporators are:  
 (The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Mr. John Walls, Jr.	P. O. Box 31	Port Gibson	MS
Mr. Ellis Neal	602 Vanderventor St.	Port Gibson	MS
Mr. Dave Larsen	P. O. Box 275 Alcorn State University	Lorman	MS

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at 602 Vanderventor - Port Gibson MS  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 79-11-1, Code of Mississippi of 1972, and amendments thereto.)

The Claiborne County Rough Riders Citizen's Band Club, designed to be a community citizen's band radio organization, is non-profit, issuing no shares of stock, as designated in Section 79-11-1 of the Code of Mississippi (1972 & Amendments entered thereafter), namely, a civic improvement society.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purpose of the C.C.R.R.C.B.C. is reflected in the following objectives:

- (1) to develop, assist new members and/or radio operators in proper installation and use of C.B. Radios;
- (2) to develop a comprehensive communications network, via C.B.radio, for members of our club; and
- (3) to render assistance, via C.B. radios, when local emergencies warrant such action.

The rights and powers of our club are as follows:

Rights

Powers

- |   |   |
|---|---|
| <ul style="list-style-type: none"> <li>1. To collect Dues,</li> <li>2. To Screen prospective members,</li> <li>3. To issue use of radio ethics (in accordance with F.C.C. regulations)</li> <li>4. To assure each member has a working knowledge of radio usage and emergency procedures (in accordance with FCC provisions)</li> <li>5. Elect officers-giving each member one vote.</li> </ul> | <ul style="list-style-type: none"> <li>1. To Expel negligent members,</li> <li>2. To admit or reject prospective members,</li> <li>3. To enforce same</li> <li>4. To enforce same</li> <li>5. To replace any negligated office</li> </ul> |
|---|---|

\*Note: No official rights or powers will affect anyone except official members of our organization. It is our desire to be an asset to our community

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

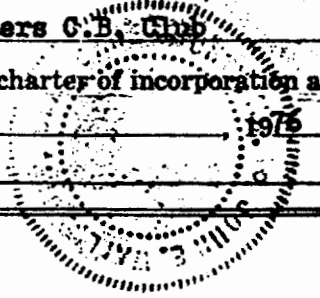
NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: Mc. [unclear]  
John E. Waller  
Ellis Neal  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

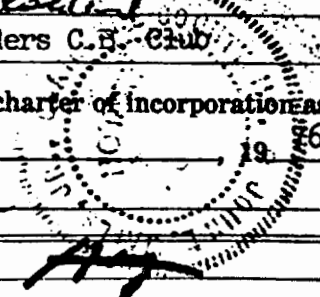
STATE OF MISSISSIPPI  
County of Claiborne

This day personally appeared before me, the undersigned authority  
Steve Hansen (SECRETARY), John E. Waller, Ellis Neal President  
incorporators of the corporation known as the Claiborne County Rough Riders C.B. Club  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deeds on this the 30th day of March, 1956  
My Comm: John E. Waller, Jr.



STATE OF MISSISSIPPI  
County of Claiborne

This day personally appeared before me, the undersigned authority  
Steve Hansen (SECRETARY), John E. Waller, Ellis Neal President  
incorporators of the corporation known as the Claiborne County Rough Riders C.B. Club  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the 30th day of March, 1956  
My Comm: John E. Waller, Jr.



Received at the office of the Secretary of State this the 30th day of Aug  
A.D., 1956, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

[Signature]  
Secretary of State

Jackson, Miss., \_\_\_\_\_, 19\_\_\_\_

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

\_\_\_\_\_  
Attorney General

By \_\_\_\_\_  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

Received at the office of the Secretary of State, this the 19<sup>th</sup> day of July

A. D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Robert Palmer  
SECRETARY OF STATE.

Jackson, Miss..

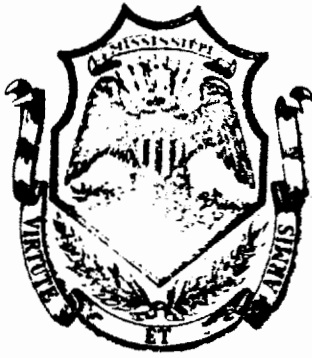
May 21, 1976

I have examined this Application for A Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A.F. Summers  
ATTORNEY GENERAL

By George M. Sevin  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

LAUDERDALE COUNTY COUNCIL ON  
ALCOHOLISM - HALFWAY HOUSE

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 25th day of May A. D., 1976.

*Calvin Finch*

Governor

By the Governor

*Heber Ladner*  
Secretary of State



R E S O L U T I O N

"BE IT RESOLVED by Lauderdale County Council on Alcoholism that Fred Boudreaux, Mrs. Katharine Woods and Mrs. Nancy Rushing, all adult resident citizens of Lauderdale County, State of Mississippi be, and they hereby are, authorized and delegated by this Association to apply to the State of Mississippi for a Charter as a non-profit corporation of the State of Mississippi under the name "Lauderdale County Council on Alcoholism - Halfway House" and to execute such papers and expend such funds as may be necessary or proper for such purpose."

CERTIFICATE

I, the undersigned, Katharine Woods, Secretary of Lauderdale County Council on Alcoholism, do hereby certify that the above and foregoing Resolution was duly and legally adopted at a regular meeting of said Association held in Meridian, Mississippi on November 24, 1975.

WITNESS my signature, this the 27 day of February, 1976.

Katharine Woods  
SECRETARY

CHARTER OF INCORPORATION


OF

LAUDERDALE COUNTY COUNCIL ON ALCOHOLISM - HALFWAY HOUSE

1. The corporate title of said company is LAUDERDALE COUNTY COUNCIL ON ALCOHOLISM - HALFWAY HOUSE.
2. The names, street addresses, and post office addresses of the incorporators are:
 

Fred Boudreaux	Route 3, Box 21 Collinsville, Mississippi 39325
Mrs. Katharine Woods	3005 - 15th Place Meridian, Mississippi 39301
Mrs. Nancy Rushing	2833 - 14th Place Meridian, Mississippi 39301
3. All incorporators are adult resident citizens of the State of Mississippi. The domicil of the corporation shall be 906 - 20th Avenue, Meridian, Mississippi 39301.
4. This corporation is a non-profit civic improvement corporation and no shares of stock are to be issued.
5. The period of existence of the corporation shall be perpetual.
6. The purpose for which the corporation is created is civic improvement within the City of Meridian, Lauderdale County, and the surrounding area by service to individuals and families affected by alcoholism. The rights and powers that are to be exercised by said corporation are civic improvement within the City of Meridian, Lauderdale County, and surrounding area by service to the individuals and families affected by alcoholism; to purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated; and to sell, convey, mortgage, pledge, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets; and to sue and be sued, complain, and defend, in its corporate name, suits in any and all courts. This corporation shall have such other rights, powers, and obligations, as it may have under Title 79 of the Mississippi Code of 1972 as amended, especially as set forth in Section 79-11-1 (2.g)

This the 27<sup>th</sup> day of February, 1976.

  
 \_\_\_\_\_  
 FRED BOUDREAUX

  
 \_\_\_\_\_  
 MRS. KATHARINE WOODS

  
 \_\_\_\_\_  
 MRS. NANCY RUSHING

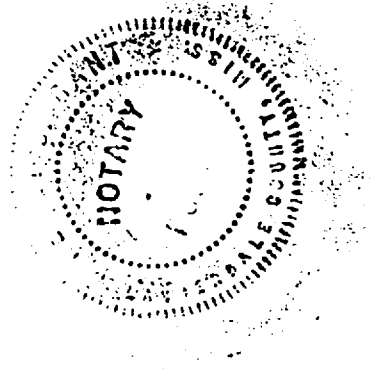
STATE OF MISSISSIPPI X  
COUNTY OF LAUDERDALE X

Personally appeared before me, the undersigned authority in and for said county and state, Fred Boudreaux, Mrs. Katharine Woods and Mrs. Nancy Rushing, who acknowledged that they signed and executed the foregoing Charter of Incorporation as their act and deed on this the 27<sup>th</sup> day of February, 1976.

Peggy B. Hunt  
NOTARY PUBLIC

My commission expires:

My Commission Expires May 7, 1977  
5-7-1977



Received at the office of the Secretary of State, this the 18<sup>th</sup> day of May

A. D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Padner  
SECRETARY OF STATE.

Jackson, Miss.,

May 21, 1976

I have examined this Application for a Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. F. Summers  
ATTORNEY GENERAL.

By George W. Swindell  
Assistant Attorney General.



# State of Mississippi

EXECUTIVE



OFFICE

Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of* KNIGHTS OF COLUMBUS OF CLEVELAND, INC.

CHANGING NAME TO:

COLUMBIAN LODGE OF CLEVELAND, INC.

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 25th day of May, 1976.*

Attest:

*Calvin Finch*

Governor.

*Heber Ladner*

Secretary of State.

CERTIFIED COPY OF RESOLUTION  
ADOPTED BY  
KNIGHTS OF COLUMBUS OF CLEVELAND, INC.  
AT A MEETING OF THE MEMBERS HELD ON  
APRIL 13, 1976  
AUTHORIZING AND DIRECTING THE AMENDMENT OF  
THE CHARTER OF INCORPORATION OF  
KNIGHTS OF COLUMBUS OF CLEVELAND, INC.

WHEREAS, Knights of Columbus of Cleveland, Inc. is a voluntary, non-profit corporation chartered by the State of Mississippi, and

WHEREAS, after thorough discussion in a duly held meeting, this corporation desires to amend its charter to change the corporate name, to redefine the purposes and powers of the corporation, to redefine the organizational structure of the corporation, to state its compliance with IRS regulations governing tax exemption status under Section 501 (c) (10) of the Internal Revenue Code, and to redefine provisions for the disposal of assets in the event of dissolution;

THEREFORE, BE IT RESOLVED by Knights of Columbus of Cleveland, Inc. that its charter is amended as follows:

1. The corporate title of said company shall be Columbian Lodge of Cleveland, Inc., and it is a subordinate lodge of the Supreme Council, Knights of Columbus, New Haven, Connecticut.

2. The purpose or purposes which the corporation is authorized to pursue are: the promotion and extension of fraternal, charitable, civic, and social pursuits; the rendering of mutual aid and assistance to its sick, disabled, and needy members and their families; to uphold and perpetuate the highest standards among its members in the community; the creation and perpetuation of true friendship among the members; to dedicate a portion of its members' time and energy to unselfish service to their fellow citizens and to emphasize the humanitarian virtues

in their daily lives; to cooperate and participate in all of the important fraternal, charitable, patriotic, and civic enterprises carried on by Father Rotondo Council and the Knights of Columbus.

3. The corporation shall have power to sue and be sued, to hold and receive, lease and purchase such real estate and personal property as may be necessary and expedient for the successful prosecution of the purposes for which it is organized. It shall have power to borrow money, issue bonds or notes, and make other contracts and to secure its obligations by encumbering or pledging any or all of the property of the corporation. It shall have power to sell, lease, encumber, and dispose of property of every kind, now belonging to or which may hereafter be acquired by the corporation or any part of the same, and to erect, repair, alter or maintain any edifices of any kind deemed proper and which may be in conformity with the law. It may receive and take by deed, devise or otherwise, any real or personal property for the uses and purposes herein set out and may execute and administer trusts created for that purpose. It shall have power to obtain and receive from its members all other dues, fees, and assessments as may be prescribed by its by-laws and in general shall have all the powers incident and necessary to carry out the objects and purposes of the corporation.

4. The affairs of the corporation shall be managed by a Board of Directors to be elected by the members in the manner provided by the corporate by-laws. The Board of Directors shall elect a President, Vice-President, and Secretary-Treasurer and such other officers as the Board of Directors from time to time may deem necessary or advisable.

5. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501 (c) (10) of the Internal Revenue Code

-3-

of 1954 (or the corresponding section of any future United States Internal Revenue Law.)

6. In the event of the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, turn over all assets of the corporation to Council 5556 (Father Rotondo Council) of the Knights of Columbus or a Catholic organization recognized by the Internal Revenue Service under Section 501 (e) (3) or Section 501 (c) (10) of the Internal Revenue Code, as the Board of Directors shall determine.

CERTIFICATE

I, Henry Mosco, President of Knights of Columbus of Cleveland, Inc. do hereby certify that the above and foregoing resolution is a true and correct copy of a certain resolution adopted by Knights of Columbus of Cleveland, Inc. in a meeting assembled on the 13th day of April, 1976, in Cleveland, Mississippi.

WITNESS MY SIGNATURE, this 21 day of May, 1976.

Henry Mosco  
President  
Knights of Columbus of  
Cleveland, Inc.

Articles of Amendment to the  
Articles of Incorporation  
Of

Knights of Columbus of Cleveland, Inc.,  
a non-profit Mississippi corporation

Pursuant to the provisions of Section 79-11-9,  
Mississippi Code of 1972, the undersigned corporation adopts  
the following Articles of Amendment to its Articles of  
Incorporation:

FIRST: The corporation is amended to wit:

1. The corporation title of said company is  
Columbian Lodge of Cleveland, Inc., and it is a subordinate  
lodge of the Supreme Council, Knights of Columbus, New Haven,  
Connecticut.

2. The purpose or purposes which the corporation is  
authorized to pursue are: the promotion and extension of  
fraternal, charitable, civic, and social pursuits; the  
rendering of mutual aid and assistance to its sick, disabled,  
and needy members and their families, to uphold and perpetuate  
the highest standards among its members in the community; the  
creation and perpetuation of true friendship among the members;  
to dedicate a portion of its members' time and energy to  
unselfish service to their fellow citizens and to emphasize  
the humanitarian virtues in their daily lives, to cooperate  
and participate in all of the important fraternal, charitable,  
patriotic, and civic enterprises carried on by Father Rotondo  
Council and the Knights of Columbus.

3. The corporation shall have power to sue and be sued,  
to hold and receive, lease and purchase such real estate and  
personal property as may be necessary and expedient for the  
successful prosecution of the purposes for which it is organized.

It shall have power to borrow money, issue bonds or notes, and make other contracts and to secure its obligations by encumbering or pledging any or all of the property of the corporation. It shall have power to sell, lease, encumber, and dispose of property of every kind, now belonging to or which may hereafter be acquired by the corporation or any part of the same, and to erect, repair, alter or maintain any edifices of any kind deemed proper and which may be in conformity with the law. It may receive and take by deed, devise or otherwise, any real or personal property for the uses and purposes herein set out and may execute and administer trusts created for that purpose. It shall have power to obtain and receive from its members all other dues, fees, assessments as may be prescribed by its by-laws and in general shall have all the powers incident and necessary to carry out the objects and purposes of the corporation.

4. The affairs of the corporation shall be managed by a Board of Directors to be elected by the members in the manner provided by the corporate by-laws. The Board of Directors shall elect a President, Vice-President, and Secretary-Treasurer and such other officers as the Board of Directors from time to time may deem necessary or advisable.

5. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501 (c) (10) of the Internal Revenue Code of 1954 (or the corresponding section of any future United States Internal Revenue Law.)

6. In the event of the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, turn

over all the assets of the corporation to Council 5556 (Father Rotondo Council) of the Knights of Columbus or a Catholic organization recognized by the Internal Revenue Service under Section 501 (c) (3) of the Internal Revenue Code, as the Board of Directors shall determine.

SECOND: These amendments of the Articles of Incorporation were adopted by the members of the corporation on the 13th day of April, 1976, at a regular meeting of the members of the corporation at Cleveland, Mississippi: to wit:

Be it resolved by Knights of Columbus of Cleveland, Inc., a non-profit Mississippi corporation, that the amendments as stated in paragraph FIRST of this instrument be adopted as amendments to the Articles of Incorporation.

DATED: This the 13<sup>th</sup> day of April, 1976.

Signed: KNIGHTS OF COLUMBUS OF CLEVELAND, INC.  
Name of Corporation

By: Henry Mosco  
President

Acknowledgement

STATE OF MISSISSIPPI

County of Bolivar

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, HENRY MOSCO, President of KNIGHTS OF COLUMBUS OF CLEVELAND, INC., who acknowledges that he signed and executed the above and foregoing Articles of Amendment to the Articles of Incorporation of Knights of Columbus of Cleveland, Inc., on this the 13<sup>th</sup> day of APRIL, 1976.

[Signature]  
Notary Public

My commission expires:

MY COMMISSION EXPIRES SEPT. 25, 1979



Received at the office of the Secretary of State, this the 29<sup>th</sup> day of April

A. D., 1976, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Herbert Palmer  
SECRETARY OF STATE.

Jackson, Miss.,

MAY 24, 1976

I have examined this AMENDMENT to the Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

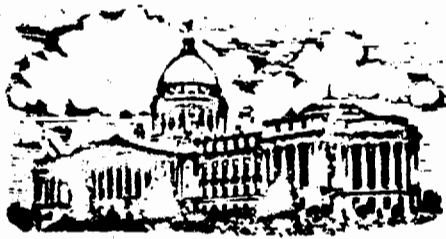
A.F. Summer  
ATTORNEY GENERAL.

By Georgem. Swindell  
Assistant Attorney General.



# State of Mississippi

EXECUTIVE



OFFICE

Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of*

FOREST DAY CARE CENTER, INC.

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 25th day of May A. D., 1976.*

*Calvin Fair*

Governor.

Attest:

*Heber Ladner*  
Secretary of State.

SPECIAL MEETING OF THE MEMBERS OF FOREST DAY CARE CENTER, INC.

BE IT REMEMBERED that the members of Forest Day Care Center, Inc., of Forest, Mississippi, met in special meeting at 10:00 o'clock A.M. on the 24th day of May, 1976, at 970 East First Street, Forest, Mississippi, notice of said meeting and the purposes thereof being waived by the members as evidenced by their signatures below, when and where all of the members were present, to-wit:

G. B. Beard, Christine K. Burge, John M. Case, Elizabeth S. Donelan, Judy D. Gulbro, W. A. Huff, Bettye Mae Jack, Mary Alice Jackson, Helen J. Kelley, Marvin Morgan, Sylvester E. Parker and George W. Taylor, Jr.

The meeting was called to order by John M. Case and the following business was transacted:

John M. Case was elected chairman of the meeting and Helen J. Kelley was elected secretary of the meeting.

The resolution of the board of directors of said corporation for amendment of the articles of incorporation, viz., amendment of article 6 (a) to limit purposes of the corporation to development and operation of day care facilities this day adopted by said board of directors was presented; and upon motion to adopt the proposed amendment, duly seconded, a roll call vote was taken and all members voted for the adoption of the proposed amendment.

Upon motion duly made, seconded and carried, the officers of the corporation are directed to proceed with the necessary legal steps for preparation and filing of articles of amendment.

There being no further business, the minutes of this meeting were read and approved and the meeting adjourned.

*Helen J. Kelley*  
SECRETARY

*John M. Case*  
CHAIRMAN

*Helen J. Kelley*

*Bettye Mae Jack*

*Sylvester E. Parker*

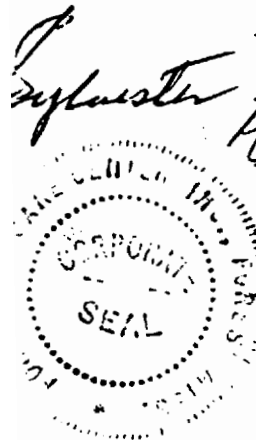
*Christine K. Burge*

*George W. Taylor, Jr.*

*W. A. Huff*

MEMBERS

MEMBERS



CERTIFICATE

I, HELEN J. KELLEY, President of Forest Day Care Center, Inc.,  
do hereby certify that the above and foregoing resolution is a true  
and correct copy of a certain resolution adopted by Forest Day Care  
Center, Inc., in a meeting assembled on the 24th day of May, 1976,  
in Forest, Mississippi.

WITNESS MY SIGNATURE, this 25th day of May, 1976.

  
HELEN J. KELLEY, PRESIDENT

ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION OF  
FOREST DAY CARE CENTER, INC.

Pursuant to the provisions of Section 61 of the Mississippi Business Corporation Act, and any amendments, the undersigned corporation adopts this following articles of amendment to its articles of incorporation:

FIRST: The name of this corporation is

FOREST DAY CARE CENTER, INC.

SECOND: The following amendment of the articles of incorporation was adopted by the members of the corporation on May 24, 1976, in the manner prescribed by the Mississippi Business Corporation Act:

Amend Article 6 (a) of said articles of incorporation to read as follows:

"6. ....

"(a) To develop and operate day care facilities."

THIRD. The number of members of the corporation at the time of such adoption was twelve, each member having the right to one vote.

FOURTH. Not applicable.

FIFTH. The number of members voting for the amendment was twelve; and the number of members voting against said amendment was none.

SIXTH. Not applicable.

DATED May 24, 1976.

FOREST DAY CARE CENTER, INC.

By John M. Case

PRESIDENT

By Heleu J. Kelley

SECRETARY

STATE OF MISSISSIPPI

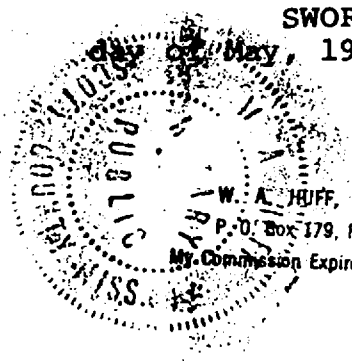
SCOTT COUNTY

Personally appeared before the undersigned authority within and for the county and state aforesaid JOHN M. CASE, President, and HELEN J. KELLEY, Secretary, of Forest Day Care Center, Inc., a Mississippi corporation, who, being by me first duly sworn, declared that they are the officers as aforesaid of said corporation and that they executed the foregoing instrument for and on behalf of the corporation and that the statements contained therein are true.

*John M. Case*  
\_\_\_\_\_

*Helen J. Kelley*  
\_\_\_\_\_

SWORN TO AND SUBSCRIBED BEFORE ME, on this the 24th day of May, 1976.



*W. A. Huff*  
\_\_\_\_\_  
NOTARY PUBLIC

Received at the office of the Secretary of State, this the 25<sup>th</sup> day of May

A. D., 1976 together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helmut Lohman  
SECRETARY OF STATE.

Jackson, Miss..

MAY 25, 1976

I have examined this AMENDMENT to the Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. F. Summers  
ATTORNEY GENERAL.

By George M. Swindle  
Assistant Attorney General.

# State of Mississippi

BOOK 226 PAGE 87



## Office of Secretary of State Jackson

*I, Heber Ladner, Secretary of State, do certify that the amendment hereto attached, amending the Charter of Incorporation of*

CITY OF GREENVILLE

*was pursuant to the provisions of the laws of Mississippi recorded in the Records of Incorporations in this office, in* PHOTOSTAT BOOK  
NUMBER TWO HUNDRED AND TWENTY-SIX, PAGES 87 - 97

*Given under my hand and Seal  
of office hereunto affixed, this  
27th Day of May, 1976*



*Heber Ladner*

SECRETARY OF STATE

STATE OF MISSISSIPPI

IN THE CHANCERY COURT

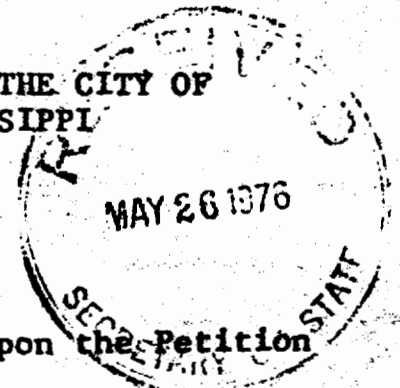
COUNTY OF WASHINGTON

IN VACATION, 1975

No. 35,212

IN RE: EXTENSION OF CORPORATE BOUNDARIES OF THE CITY OF GREENVILLE, WASHINGTON COUNTY, MISSISSIPPI

DECREE ENLARGING BOUNDARIES



THIS CAUSE, having come on to be heard upon the Petition of the City of Greenville, Washington County, Mississippi, also known as The City Council of Greenville, praying that this Court enter a decree approving, ratifying and confirming an ordinance enlarging or extending the boundaries of said City of Greenville; and the Court, having carefully examined said Petition and the Exhibits attached thereto, and having considered the argument of counsel, doth find as follows:

1.

That the said City of Greenville, located in Washington County, Mississippi, is a municipal corporation legally existing under the provisions of a special charter heretofore granted by the Legislature of the State of Mississippi, and amended from time to time; and that, as authorized by Section 21-1-27, et seq. of the Mississippi Code of 1972, as amended, said municipal corporation has the authority to extend and enlarge its corporate boundaries.

2.

That the governing body of said municipal corporation, to-wit, The City Council of the City of Greenville, did, on December 16, 1975, adopt an ordinance extending the

Filed 4-6 19 76

R. L. Taylor, Clerk

By [Signature] D. C.



corporate boundaries of the City of Greenville and setting out the proposed improvements and services to be made and rendered in such annexed territory, which ordinance defines with certainty the territory annexed and the entire corporate boundary as changed. That said ordinance appears of record in Minute Book 41 at Pages 390-393 of the Minutes of said City Council and is likewise recorded in Ordinance Book 5 at page 62 of said City; and that a duly certified copy of said ordinance is attached to and made a part of said petition as Exhibit "A", and a map of said corporate boundaries as they will exist upon the effective date of said ordinance is attached to and made a part of said petition as Exhibit "B" thereto. That the aforesaid ordinance was duly published one (1) time as required by law in The Delta Democrat Times, a newspaper published in the City of Greenville and having a general circulation in said City and in the County of Washington, proof of which publication has been filed herein.

## 3.

The Court finds that the above ordinance was duly adopted and the proceedings in connection therewith were had in strict accordance and in compliance with the Statutes in such cases made and provided. Notice of the hearing of the petition herein which contains a full description of both the territory annexed and the entire corporate boundaries as extended has been published once each week for three consecutive weeks in The Delta Democrat Times, referred to above, the first publication of such notice being made at least thirty (30) days prior to the day fixed by this Court for the hearing of said petition, and an affidavit of the

publisher of said newspaper in proof of said publication has been filed herein. That said notice of said hearing has been further published by posting in three public places in territory to be annexed as described by said ordinance for more than thirty days prior to the final hearing herein, and that the affidavit of the City Engineer of said City of Greenville in proof of said publication has been filed herein. That all of said publications and the proof thereof are in strict compliance with the statutes of the State of Mississippi in this regard; and that this matter is now properly before this Court, and that this Court has jurisdiction herein.

4.

The Court finds from the evidence presented at the hearing herein that the said ordinance of December 16, 1975, extending the corporate boudaries of the City of Greenville and setting out the proposed improvements and services to be made and rendered in such annexed territory is reasonable in its entirety, and that reasonable public and municipal services will be rendered in the annex territory within a reasonable time.

5.

The Court further finds that all proceedings had herein, whether in connection with the adoption and publication of the ordinance of said City of Greenville referred to above, or whether in connection with the proceedings had in this Court, are in due and regular form and in strict compliance with the statutes of the State of Mississippi as are made and provided.

NOW, THEREFORE, it is hereby ORDERED, ADJUDGED and DECREED that the Ordinance adopted by The City Council of

the City of Greenville, Washington County, Mississippi, at its regular meeting held on December 16, 1975, and which ordinance is recorded in Minute Book 41 at pages 390-393 of the Minutes of said City Council and in Ordinance Book 5 at page 62 of said City, and which ordinance proposes that the boundaries of said City of Greenville be enlarged and extended so as to include within the corporate limits of said City of Greenville that certain adjacent unincorporated territory which is therein and hereinafter more particularly described, be, and the same is hereby approved, ratified and confirmed, and the proposed enlargement and extension of the boundaries of said City of Greenville be and the same is hereby approved, ratified and confirmed.

IT IS FURTHER ORDERED, ADJUDGED and DECREED that the boundaries of the said City of Greenville as altered by this decree be, and the same are hereby particularly described as follows:

Begin at the intersection of the section line between Sections 21 and 32, Township 18 North, Range 8 West, Washington County, Mississippi extended west to the water edge of the Mississippi River (Stage of water 00 degrees) and being the east bank of said river; thence East along said projection of said line and the line between Section 21 and 32 to a point on east right-of-way line of the Illinois Central Railroad, which point is 782.7 feet, more or less, west of the section corner common to Sections 21, 22, 31, and 32, thence southerly along east right-of-way line of said railroad to the south right-of-way line of Reed Road; thence South 89 degrees 43 minutes 45 seconds East along the said south right-of-way line 268.22 feet to the northwest corner of the Oakes property as described in Deed Book 397 Page 301 of the Land Records of Washington County, Mississippi; thence along the boundary line of said Oakes Property the following courses and distances; South 12 degrees 59 minutes East 146.75 feet; North 89 degrees 31 minutes East 150.0 feet; South 20 degrees 07 minutes West 182.82 feet to a corner of the George Addition to the City of Greenville as the same appears of record in Plat Book 6 Page 1 of the Land Records of Washington County, Mississippi; thence along the boundary line of said George Addition the following courses and distances; South 20 degrees 50 minutes West 406.38 feet; North 86 degrees 52 minutes East 531.0 feet to the south right-of-way line of Crescent Street; thence along the said south right-of-way line South 73 degrees 00 minutes East 845.52 feet to the northeast corner of the Chinese Cemetery property; thence South 25 degrees 46 minutes 48 seconds West 145.00 feet to the northwest corner of the Plum Ridge Addition to the City of Greenville as the same appears of record in Plat Book 8 Page 8 of the Land Records of Washington County, Mississippi; thence along the West boundary line of said addition the following courses and distances; south 25 degrees 46 minutes 48 seconds West 161.90 feet; South 23 degrees 32 minutes West 186.32 feet; South 35 degrees 28 minutes 17 seconds West 252.75 feet; South 24 degrees 10 minutes West 185.69 feet to the southwest corner of the said Plum Ridge Addition and the south right-of-way line of Plum Ridge Street; thence along said south right-of-way line South 76 degrees 14 minutes East 50.82 feet; thence South 25 degrees 49 minutes West 1180.0 feet to the southwest corner of the Fava property and the north right-of-way line of a Drainage Canal; thence continue South 25 degrees 49 minutes West 169.55 feet to the south right-of-way line of Mississippi Power and Light Company Easement; thence along said

right-of-way line North 73 degrees 46 minutes West 203.09 feet; thence North 51 degrees 32 minutes 20 seconds West 415.86 feet to the northeast corner of the Belmont Addition to the City of Greenville as the same appears of record in Plat Book 9 Page 31 of the Land Records of Washington County, Mississippi; thence following the boundaries of said Belmont Addition the following courses and distances North 75 degrees 32 minutes West 163.21 feet; North 86 degrees 30 minutes West 260.07 feet; South 4 degrees 23 minutes 10 seconds East 765.02 feet; South 3 degrees 38 minutes West 358.0 feet; South 7 degrees 26 minutes West 205 feet; South 20 degrees 13 minutes West 214.0 feet; South 22 degrees 04 minutes West 217.0 feet; thence along the arc of a circle having a radius of 650.00 feet, the chord of the arc being South 75 degrees 48 minutes East 258.44 feet; South 64 degrees 20 minutes East 944.99 feet to the west right-of-way line of South Main Street; thence along said west right-of-way line, North 27 degrees 13 minutes 23 seconds East 615.98 feet; thence South 62 degrees 53 minutes 25 seconds East 60.0 feet to the southwest corner of the Terrace Garden Addition to the City of Greenville as the same appears of record in Plat Book 7 Page 3 of the Land Records of Washington County, Mississippi; thence South 62 degrees 53 minutes 25 seconds East 300.00 feet; thence North 83 degrees 51 minutes 46 seconds East 301.47 feet; thence South 73 degrees 53 minutes 16 seconds East 1730.56 feet to the Southeast corner of Terrace Gardens Addition; thence North 16 degrees 06 minutes 44 seconds East 155.00 feet to the South boundary line of a dedicated street; thence along South boundary of said dedicated street South 73 degrees 53 minutes 16 seconds East 831.03 feet to the East boundary of another dedicated street; thence South 16 degrees 06 minutes 44 seconds West 90.00 feet to the Southwest corner of the Terrace Gardens East Addition to the City of Greenville as the same appears of record in Plat Book 8, Page 23 of the Land Records of Washington County, Mississippi; thence along the South boundary line of said Addition, South 73 degrees 53 minutes 16 seconds East 1,456.48 feet to the Southeast corner of the said Addition; thence continue South 73 degrees 53 minutes 16 seconds East 872.36 feet to the west right-of-way line of State Highway No. 1; thence continue South 73 degrees 53 minutes 16 seconds East 204.30 feet to the east right-of-way line of said highway; thence along said east right-of-way line South 4 degrees 20 minutes 30 seconds West 858.51 feet to a point 1320.00 feet south of the section line

common to Sections 30 and 35, Township 18 North, Range 8 West, Washington County, Mississippi; thence east and parallel with said Section line 3052.53 feet to the line that is the projection of the east right-of-way line of Colorado Street; thence along said east right-of-way line projected, North 0 degrees 35 minutes 24 seconds East 6,587.58 feet to the south right-of-way line of Reed Road, said right-of-way line being 35.0 feet south of the centerline of Reed Road; thence North 89 degrees 26 minutes 37 seconds East 804.45 feet; thence North 89 degrees 45 minutes 37 seconds East 1113.75 feet to the section line between Section 23 and 24, Township 18 North, Range 8 West, Washington County, Mississippi; thence along said section line, North 0 degrees 23 minutes 26 seconds East 1,945.95 feet to the south boundary line of the Mattingly Frazier Addition to the City of Greenville as the same appears of record in Plat Book 5 Page 3 of the Land Records of Washington County, Mississippi; thence along the said south boundary line South 89 degrees 26 minutes East 43.06 feet to the southeast corner of the said addition and the west right-of-way line of the Riverside Drainage District Canal No. 9; thence South 89 degrees 25 minutes 44 seconds East 160.00 feet to the east right-of-way line of said canal; thence continue South 89 degrees 25 minutes 44 seconds East 1159.44 feet to the east right-of-way line of a public road; thence continue South 89 degrees 25 minutes 44 seconds East 1281.15 feet; thence North 0 degrees 20 minutes 16 seconds East 1648.10 feet to the southeast corner of the Sarullo Fourth Addition to the City of Greenville as the same appears of record in Plat Book 6 Page 9 of the Land Records of Washington County, Mississippi; thence along the east boundary line of said Addition, North 0 degrees 11 minutes East 762.18 feet to the northeast corner of said addition and the southeast corner of the Sarullo Third Addition to the City of Greenville as the same appears of record in Plat Book 4 Page 49 of the Land Records of Washington County, Mississippi; thence along the east boundary line of said addition, North 0 degrees 11 minutes East 480.12 feet to a point 450.00 feet south of the centerline of U. S. Highway No. 82; thence parallel with and 450.00 feet south of the centerline of said highway, North 88 degrees 29 minutes 15 seconds East 921.62 feet; thence South 1 degree 30 minutes 45 seconds East 410.00 feet; thence North 88 degrees 29 minutes 15 seconds East 700.00 feet; thence North 1 degree 30 minutes 45 seconds West 410.00 feet to a point 450.00 feet south of the centerline of U. S. Highway No. 82; thence parallel with and 450.00

feet south of the centerline of said highway, North 88 degrees 29 minutes 15 seconds East 1,000.64 feet to the west right-of-way line of Raceway Road; thence along the said west right-of-way line, North 0 degrees 40 minutes West 450.00 feet to the centerline of U. S. Highway No. 82; thence continue along the west right-of-way line, North 0 degrees 15 minutes East 862.4 feet; thence North 88 degrees 09 minutes East 2,704.14 feet to the centerline of Black Bayou Drainage District Canal No. 6; thence along the said centerline, North 0 degrees 20 minutes 19 seconds West 1,443.30 feet to a line 50 feet North of the centerline of Alexander Street projected eastward; thence parallel to and 50.0 feet north of the said centerline projection, South 89 degrees 47 minutes 20 seconds West 2,688.20 feet to the west right-of-way line of Raceway Road; thence along the said West right-of-way line, North 0 degrees 15 minutes East 1,239.01 feet to the north right-of-way line of Chickasaw Street; thence along said north right-of-way line west 854.34 feet; thence South 5.0 feet; thence West 730.00 feet; thence North 89 degrees 13 minutes 47 seconds West 2081.62 feet to the northeast corner of the Airlane Addition to the City of Greenville as the same appears of record in Plat Book 6 Page 3 of the Land Records of Washington County, Mississippi; thence along the north boundary line of said addition the following courses and distances; North 84 degrees 26 minutes 30 seconds West 341.08 feet; North 73 degrees 03 minutes 30 seconds West 987.75 feet; North 76 degrees 25 minutes 30 seconds West 106.50 feet; North 89 degrees 51 minutes West 47.8 feet to the northwest corner of the said Airlane Addition and the east right-of-way line of Riverside Drainage District Canal No. 9; thence west 150.00 feet to the west right-of-way line of said canal; thence continue along the said west right-of-way line the following courses and distances; North 7400.0 feet; North 31 degrees 00 minutes West 2110.0 feet to the North right-of-way line of Theobald Street; thence along the said north right-of-way line South 45 degrees 04 minutes 10 seconds West 1,270.00 feet to the east right-of-way line of a county road; thence following the east and north boundary line of said county road the following courses and distances; North 33 degrees 55 minutes West 325.0 feet; South 73 degrees 30 minutes West 1450.0 feet; North 75 degrees 10 minutes West 335.0 feet; North 88 degrees 45 minutes West 590.0 feet; South 84 degrees 55 minutes West 180.0 feet to the east right-of-way line of Mississippi State Highway No. 1; thence following the said east right-of-way line

of State Highway No. 1 and the east right-of-way line of Airbase Road the following courses and distances; North 5 degrees 54 minutes 30 seconds West 750.00 feet; South 84 degrees 05 minutes 30 seconds West 20.0 feet; North 5 degrees 54 minutes 30 seconds West 705.4 feet; North 84 degrees 06 minutes East 25.0 feet; North 5 degrees 54 minutes 30 seconds West 25.0 feet; thence along the arc of a circle, the chord of which is North 8 degrees 10 minutes East 415.0 feet; South 67 degrees 42 minutes East 5.0 feet; North 20 degrees 06 minutes East 375.0 feet; thence South 80 degrees 05 minutes West along a ditch approximately 470.0 feet to the west right-of-way line of State Highway No. 1 and the Northeast corner of the Mississippi Power and Light Company Substation Property; thence continue South 80 degrees 05 minutes West 619.70 feet to the northwest corner of said property, thence West 1727.42 feet to the east right-of-way line of the Mississippi River Levee; thence following the said east right-of-way line the following course and distances; South 9 degrees 08 minutes West 558.19 feet; South 0 degrees 33 minutes West 1968.6 feet; South 68 degrees 48 minutes West 165.0 feet; South 3 degrees 15 minutes West 2025 feet to the section line between Sections 2 and 3 of Township 18 North, Range 8 West, Washington County, Mississippi; thence along said section line North 83 degrees 30 minutes West to the waters edge of the East bank of the Mississippi River (stage of water 00 degrees); thence along the waters edge of the east bank of the Mississippi River (stage of water 00 degrees) in a southwesterly direction to the point of beginning, containing 7,428.59 Acres, more or less, in Township 18 North, Range 8 West Washington County, Mississippi.



IT IS FURTHER ordered that this decree shall become effective in accordance with the provisions of Section 21-1-33 and 21-1-41 of the Mississippi Code of 1972, and the Clerk of this Court is hereby authorized, empowered and directed after the expiration of ten (10) days from the date hereof, if no appeal be taken herefrom, to forward to the Secretary of State of the State of Mississippi a certified copy of this Decree; and the municipal authorities of said City of Greenville are hereby ordered and directed to furnish to the Chancery Clerk of Washington County, Mississippi, a map or plat of the boundaries of said City of Greenville as altered, which map or plat shall be recorded in the official Plat Book of said County.

IT IS FURTHER ordered that all costs incurred herein be, and they are hereby assessed to the City of Greenville.

ORDERED, ADJUDGED and DECREED, this, the 6<sup>th</sup> day of April, 1976.

Ernest Kellner  
CHANCELLOR

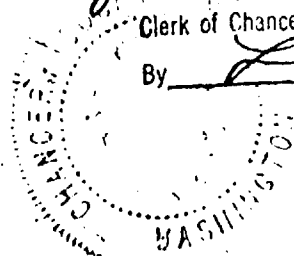
STATE OF MISSISSIPPI  
COUNTY OF WASHINGTON

I, R. L. Taylor, Clerk of the Chancery Court in and for said County and State hereby certify that the within and foregoing instrument is a true and correct copy of Decree

as the same appears on file and of record in Chancery Minute  
Book 115 page 26 of the  
records in my office, at Greenville, Miss.

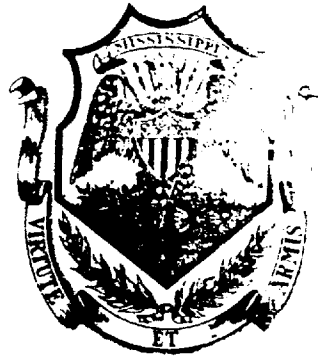
Witness my hand and official seal, this the 25 day of  
May A. D., 19 76

R. L. Taylor  
Clerk of Chancery Court of Washington County, Miss.  
By L. Shepherd D. C.



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# State of Mississippi



EXECUTIVE

OFFICE

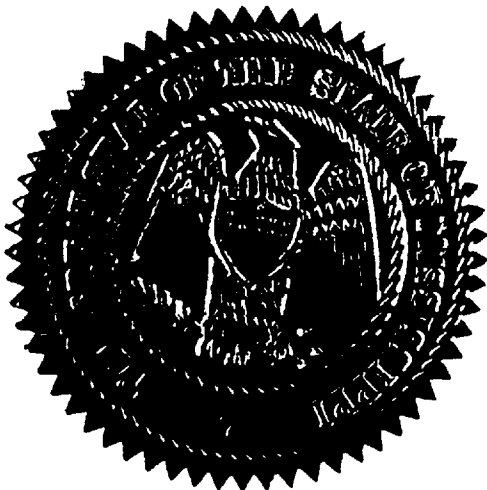
JACKSON

The within and foregoing Charter of Incorporation of

NATCHEZ GARDEN CLUB

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 27th day of May A. D., 1976.



*Calvin Finch*

Governor

By the Governor

*Heber Ladner*

Secretary of State

CERTIFIED COPY OF RESOLUTION ADOPTED BY  
NATCHEZ GARDEN CLUB

At a duly called and legally held meeting of the Natchez Garden Club held on the 6 day of May, 1976, at which a quorum of the members were present, upon motion duly made and seconded and unanimously adopted, it was:

RESOLVED, that the Natchez Garden Club file an application with the Secretary of State of the State of Mississippi to apply for a charter as a non-profit corporation, as provided by law, and that for the purpose of filing said application the following persons, all of whom are adult resident citizens of the State of Mississippi, and members of the Natchez Garden Club, are authorized to execute an application for the charter of incorporation of the "Natchez Garden Club", said persons being:

Sarah Gordon Turner Hicks  
100 Magnolia Place  
Natchez, Mississippi 39120

Jane S. Kimbrell  
112 Arlington Avenue  
Natchez, Mississippi 39120

Margaret Abney Moss  
222 South Wall Street  
Natchez, Mississippi 39120

FURTHER RESOLVED, that the persons hereinabove named shall be authorized to do each and every act necessary in applying for said charter of incorporation;

FURTHER RESOLVED, that a certified copy of this resolution shall be attached to the application for the charter of incorporation.

I, Althea Dee Felder, Secretary of the Natchez Garden Club, hereby certify that the foregoing is a true and correct copy of certain resolutions adopted by the Natchez Garden

Club on the day and year above set forth and that the same are now in full force and effect and have not been amended or rescinded by any action of said association.

CERTIFIED, this the 24 day of Mar,  
1976.

Hillie Dee Felder  
Secretary

THE CHARTER OF INCORPORATION OF  
NATCHEZ GARDEN CLUB

1. The corporate title of said company is:  
NATCHEZ GARDEN CLUB
2. The names and post office addresses of the incorporators are:  

Sarah Gordon Turner Hicks,	100 Magnolia Place Natchez, Mississippi 39120
Jane S. Kimbrell	112 Arlington Avenue Natchez, Mississippi 39120
Margaret Abney Moss	222 South Wall Street Natchez, Mississippi 39120
3. All the above / <sup>incorporators</sup> are adult resident citizens of Mississippi.  
The domicile is at P. O. Box 537, Natchez, Mississippi 39120
4. The corporation is non-profit and no shares of stock are to be issued and it is to be one of the types of organization set forth in Section 79-11-1 of the Mississippi Code of 1973, as amended, same being a civic improvement society.
5. Period of existence shall be perpetual.
6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To perpetuate the history of the Natchez Territory, and to keep alive the memory of the lives, traditions and accomplishments of the people who made that history;

To sponsor the Natchez Pilgrimage and Pageant and sponsor and support other community projects and endeavors;

To make and encourage the making of public improvements and to encourage a spirit of civic pride;

To advertise by way of the Natchez Pageant and other community projects the advantages of the City of Natchez and surrounding territory to all as a desirable place to visit and in which to reside.

To promote the beautification of Natchez, the creation and maintenance of gardens, the culture of plants, shrubs, flowers and trees, and the study of nature.

To instruct its membership and other interested persons in the floral arts, horticulture and gardening techniques;

To educate the public and, particularly, the youth of Natchez, in conservation of trees, wild flowers, bird life, water and the land itself and instill in them a love of beauty in all growing things and an awareness of the destruction wrought by litter;

To provide for the entertainment of its members and guests and visitors to the City of Natchez, and in general to promote the common good and welfare of the people of Natchez.

The corporation shall have the right to hold and own real or personal property and purchase or sell such property. It shall have the rights and powers to do all things necessary to effectuate the purposes of the corporation, except that no part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

Sarah Gordon Turner Hicks  
Sarah Gordon Turner Hicks

Jane S. Kimbrell  
Jane S. Kimbrell

Margaret Abney Moss  
Margaret Abney Moss

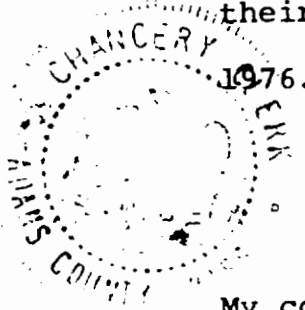
INCORPORATORS

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

COUNTY OF Adams

This day personally appeared before me, the undersigned authority, Sarah Gordon Turner Hicks, Jane S. Kimbrell and Margaret Abney Moss, incorporators of the corporation known as the NATCHEZ GARDEN CLUB, who acknowledged that they signed and delivered the above and foregoing charter of incorporation as their act and deed on this the 21 day of May,



J. ODELL ANDERS, Chancery Clerk  
Ex-Officio Notary Public

BY Lil Murray D. C.  
MY COMMISSION EXPIRES JAN. 8, 1980

Notary Public

My commission expires:

1-8-80




Received at the office of the Secretary of State this  
the 27<sup>th</sup> day of May A.D., 1976, together  
with the sum of \$ 20.00 deposited to cover the recording  
fee, and referred to the Attorney General for his opinion.

  
Secretary of State

Jackson, Mississippi

MAY 27, 1976

I have examined this application for a charter of incorpora-  
tion and am of the opinion that it is not violative of the  
Constitution and laws of the State, or of the United States.

  
Attorney General

By:   
Assistant Attorney General

# State of Mississippi

EXECUTIVE



OFFICE

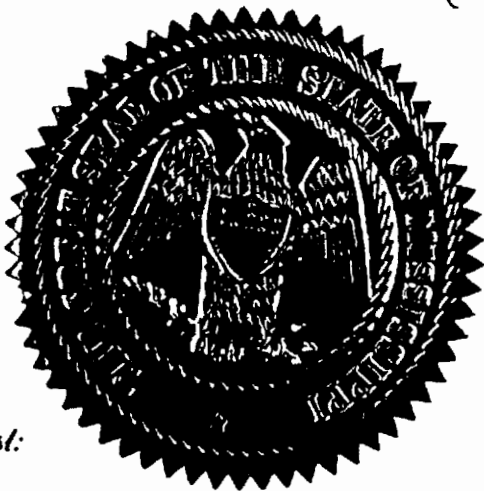
Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of* NATCHEZ GARDEN CLUB (CHANGING THE NAME TO)

PRESERVATION SOCIETY OF ELLICOTT HILL

*is hereby approved.*

In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 27th day of May, 1976.



Attest:

*Heber Ladner*  
Secretary of State.

*Calvin Finch*

Governor.

CERTIFIED COPY OF RESOLUTION ADOPTED BY THE  
NATCHEZ GARDEN CLUB

At a duly called and legally held meeting of the Natchez Garden Club, held on the 6 day of May, 1976, at which a quorum of the members was present, upon motion duly made, seconded and unanimously adopted, it was:

RESOLVED, that the Natchez Garden Club file an amendment to its Charter of Incorporation with the Secretary of State of the State of Mississippi to amend its Charter of Incorporation as follows:

1. The corporate title of said organization is amended to be PRESERVATION SOCIETY OF ELLICOTT HILL
2. The domicile is at 200 North Canal, Natchez, Mississippi 39120.
3. The corporation is non-profit; no shares of stock have been or shall be issued and the organization is a charitable and educational organization.
4. The period of existence shall be perpetual.
5. The purpose of the corporation is amended by deleting the present purpose and replacing it with the following:  
To promote and encourage interest in buildings and sites of historical significance; to acquire by purchase, gift, devise, or otherwise, and to hold the title to, and/or the custody and control of, historically and/or architecturally significant buildings and sites; to restore and maintain such buildings and sites to make them available for public viewing and to collect fees

for such public viewing; to collect and preserve records, relics and other things of historic interest and to display them to the public; and in general to foster and promote public knowledge of and interest in local and national history.

6. The following paragraphs are added to the Charter of Incorporation:

- (a) In the event of dissolution, the residual assets of the organization will be distributed to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954, or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state, or local government for exclusive public purpose.
- (b) Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue law, or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.

- (c) This corporation shall not be required to make publication of its charter; it shall issue no shares of stock; it shall divide no dividends or profits among its members; it shall make expulsion the only remedy for non-payment of dues; it shall vest in each member the right to one vote in the election of all officers; it shall make the loss of membership, by death or otherwise, the complete termination of such member's interest in the corporate assets. No member of the corporation shall have any personal liability for corporate debts, but the entire corporate property shall be liable for the claims of its creditors.
- (d) No part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

FURTHER RESOLVED, that the officers of the corporation shall be authorized to do each and every act necessary to amend said Charter of Incorporation.

I, WILLIE DEE FELDER, Secretary of the Natchez Garden Club, hereby certify that the foregoing is a true and correct copy of a resolution adopted by the Natchez Garden Club on the day and year above set forth and that the same is now in full force and effect and has not been amended or rescinded by any action of said Club.

Certified, this the 6 day of May, 1976.

Willie Dee Felder  
Secretary

AMENDMENT TO  
THE CHARTER OF INCORPORATION OF  
NATCHEZ GARDEN CLUB

Natchez Garden Club proposes to amend its Charter of Incorporation as follows:

1. The corporate title of said organization is amended to be PRESERVATION SOCIETY OF ELLICOTT HILL.
2. The domicile is at 200 North Canal, Natchez, Mississippi 39120
3. The corporation is non-profit; no shares of stock have been or shall be issued and the organization is a charitable and educational organization.
4. The period of existence is amended to be perpetual.
5. The purpose of the corporation is amended by deleting the present purpose and replacing it with the following:  
To promote and encourage interest in buildings and sites of historical significance; to acquire by purchase, gift, devise, or otherwise, and to hold the title to, and/or the custody and control of, historically and/or architecturally significant buildings and sites; to restore and maintain such buildings and sites to make them available for public viewing and to collect fees for such public viewing; to collect and preserve records, relics and other things of historic interest and to display them to the public; and

in general to foster and promote public knowledge of and interest in local and national history.

6. The following paragraphs are added to the Charter of Incorporation:

- (a) In the event of dissolution, the residual assets of the organization will be distributed to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954, or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state, or local government for exclusive public purpose.
- (b) Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue law, or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.
- (c) This corporation shall not be required to make publication of its charter; it shall

issue no shares of stock; it shall divide no dividends or profits among its members; it shall make expulsion the only remedy for non-payment of dues; it shall vest in each member the right to one vote in the election of all officers; it shall make the loss of membership, by death or otherwise, the complete termination of such member's interest in the corporate assets. No member of the corporation shall have any personal liability for corporate debts, but the entire corporate property shall be liable for the claims of its creditors.

- (d) No part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

Mr B.C Jordan  
President

ATTEST:

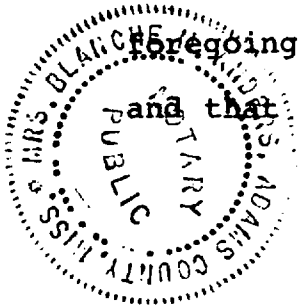
Willie D. Felder  
Secretary



STATE OF MISSISSIPPI

COUNTY OF Adams

I, Blanche Audus, a notary public,  
do hereby certify that on this 24 day of May,  
1976, personally appeared before me Mrs B. C. Jordan  
and Mrs Willie New Felder who, being by me first duly  
sworn declared that they are the President and Secretary,  
respectively, of Natchez Garden Club, that they executed the  
foregoing document as President and Secretary of the organization,  
and that the statements therein contained are true.



Blanche Audus  
Notary Public

My commission expires:

My Commission Expires Nov. 30, 1978

Received at the office of the Secretary of State, this the 27<sup>th</sup> day of May

A. D., 19 76, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*John Palmer*

SECRETARY OF STATE.

Jackson, Miss.,

MAY 27, 1976

I have examined this AMENDMENT of the Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

*A. F. Summers*  
ATTORNEY GENERAL

By *George M. Swindell*  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CHRISTIAN REFORMED WORLD RELIEF COMMITTEE, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 19th day of May A. D., 1976.

*Cliff Fuchs*

Governor

By the Governor



*Heber Ladner*  
Secretary of State

220-118



DEPARTMENT OF JUSTICE  
Office of the Attorney General  
JACKSON, MISSISSIPPI 39205

A. F. SUMMER  
ATTORNEY GENERAL

May 18, 1976

GEORGE M. SWINDOLL  
ASSISTANT ATTORNEY GENERAL

Mr. Herman Glazier  
Executive Assistant  
to the Governor  
New Capitol Building  
Jackson, Mississippi 39205

Re: Application for domestication of  
Christian Reformed World Relief  
Committee, Inc.

Dear Mr. Glazier:

In accordance with your request of May 17, 1976,  
regarding the above captioned foreign corporation, I have  
examined the documents enclosed herewith and find nothing  
in said charter or articles of incorporation or association  
that is violative of the Constitution or the Laws of this  
State.

It is understood, of course, that upon domestication  
of said corporation, it shall, regardless of any provisions  
of its charter or the laws of the state of its creation,  
become subject to all the relevant laws of the State of  
Mississippi and particularly, the last sentence of Section  
79-1-23, Mississippi Code of 1972.

With kind regards, I am

Very truly yours,  
*George M. Swindoll*  
George M. Swindoll  
Assistant Attorney General

GMS:va

Enclosures

CORNELIUS VAN VALKENBURG  
3107 PLAZA 1977, S.E.  
Grand Rapids, Michigan 49507

ATTORNEY AT LAW  
State Bar of Michigan  
Member # 11778-1976

BOOK 226 PAGE 1

May 7, 1976

Governor's Office  
State of Mississippi  
Jackson, Mississippi

Re: Filing of Articles of Incorp.  
Fee attached.

Gentlemen:

At my client's request, following the direction and advice of Assistant Attorney General George Swindoll, we afford the copy of the Articles of Incorporation as amended to date, certified by Richard K. Helmbrecht as Director of the Department of Commerce, Corporation & Securities Bureau, of the State of Michigan.

You may use this copy to establish the proper legal status of the named non-profit corporation in the State of Mississippi for all purposes needful.

If there are further requirements please direct the request to us and we will promptly follow through.

lvv/CVV

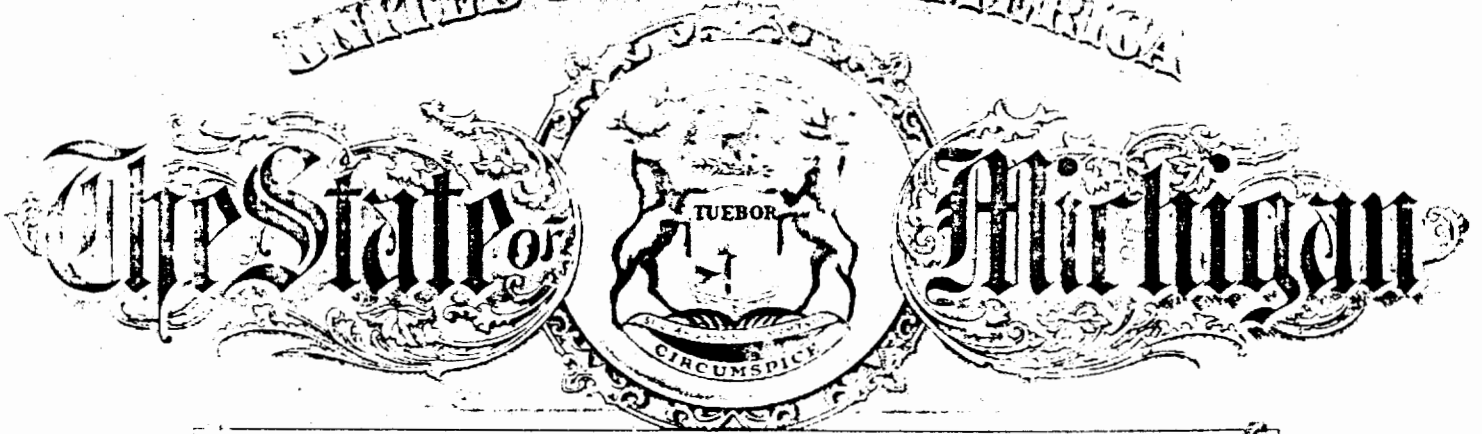
very truly yours,

*Cornelius Van Valkenburg*  
Cornelius Van Valkenburg  
Legal Counsel for the

Christian Reformed World Relief Committee Inc.

cc. Ass't Atty-Gen. G. Swindoll, Atty General's Office  
Elvinah Spoelstra, Director, Miss. Christian Family-Service Inc.  
700 Chestnut St. Rolling Fork, Miss. 39159 tele 873-4842

UNITED STATES OF AMERICA



Michigan Department of Commerce

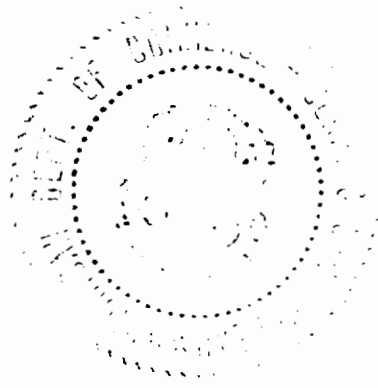
Lansing, Michigan

To All To Whom These Presents Shall Come:

I, Richard K. Helmbrecht, Director, Michigan Department of Commerce, Do Hereby Certify That the Annexed Copy of \_\_\_\_\_

Articles of Incorporation and Amendments of CHRISTIAN REFORMED WORLD RELIEF COMMITTEE, INC.

has been compared by me with the record on file in this Department and that the same is a true copy thereof, and the whole of such record.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 6th day of May, 1976.

Richard K. Helmbrecht  
Director

## ARTICLES OF INCORPORATION

These Articles of Incorporation are signed and acknowledged by the incorporators for the purpose of forming a non-profit corporation under the provisions of Act No. 207 of the Public Acts of 1945, as amended, as follows:

## ARTICLE I.

The name of the corporation is Christian Reformed World Relief Committee, Inc.

(Please type or print corporate name)

## ARTICLE II.

The purpose or purposes for which the corporation is formed are as follows:

- To receive and administer the offerings and contributions of the church for the work of relief and rehabilitation of the needy of the world.
- To collect and store items that may be used for emergency relief such as food, clothing, medical supplies, etc.
- To supervise and control all domestic and global emergency relief in such areas where the local church is unable to meet the need.
- To supervise and control such permanent benevolent activities as are designated by Synod.
- To appoint and designate area deacons-conferences for the management of special benevolent projects.

## ARTICLE III.

Location of the first registered office is:

2850 Kalamazoo Ave. S.E. Grand Rapids West Michigan.  
(No.) (Street) (City) (Zone) (County)

Postoffice address of the first registered office is:

2850 Kalamazoo Ave. S.E. Grand Rapids Michigan.  
(No. and Street or P. O. Box) (City) (Zone)

## ARTICLE IV.

The name of the first resident agent is Eugene Van Dyken

## ARTICLE V.

Said corporation is organized upon a non-stock basis.  
(Stock-share or non-stock)

(a)

(If upon a stock-share basis fill in the following):

The total number of shares of stock which the corporation shall have authority to issue is

None of the par value of \$ \_\_\_\_\_ per share.  
(No. shares)

A statement of all or any of the designations and the powers, preferences and rights, and the qualifications, limitations or restrictions thereof is as follows:





ARTICLE V.II

The term of the corporate existence shall be \_\_\_\_\_

ARTICLE IX

(Here insert any desired additional provisions authorized by the Act)

We, the incorporators, sign our names this

\_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

\_\_\_\_\_ 11th day of April, 19\_\_\_\_

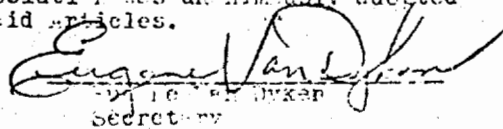
(All parties appearing under Article VI are required to sign and acknowledge)

- |                               |                              |                            |
|-------------------------------|------------------------------|----------------------------|
| <i>[Signature]</i>            | 517 E. Front St.             | Lynden, Washington         |
| <i>Harold Zindman</i>         | 3919 Henry St.               | Grandville, Michigan       |
| <i>James Bareman</i>          | R.R. #2                      | Holland, Michigan          |
| <i>Gerard Normetles</i>       | 9602 - 157 St.               | Edmonton, Alta., Canada    |
| <i>Arthur Hubert Kinnick</i>  | R.R. #1                      | Clarion, Iowa              |
| <i>Robert D. Parau</i>        | 1950 South Emerson St.       | Denver 10, Colorado        |
| <i>Martin Van Harven</i>      | 1954 N. 3rd St.              | Sheboygan, Wisconsin       |
| <i>[Signature]</i>            | 1035 W. Burton St.           | Grand Rapids 9, Michigan   |
| <i>William Williams</i>       | 22 Anaron Ave.               | Rexdale, Ontario, Canada   |
| <i>[Signature]</i>            | P.O. Box #86                 | Burdett, Alberta, Canada   |
| <i>Conie Ope</i>              | Box #242                     | Raymond, Minnesota         |
| <i>Ernest Van Dyke</i>        | 206 Main St.                 | Coopersville, Michigan     |
| <i>Ivan Cicic</i>             |                              | Orange City, Iowa          |
| <i>John De Jong</i>           | 40065 Wellstone Rd., R.R. #4 | Abbotsford, B.C., Canada   |
| <i>Edward Decker</i>          | 2813 College Rd.             | Holt, Michigan             |
| <i>William R. [Signature]</i> | 623 Emerald                  | Upland, California         |
| <i>[Signature]</i>            | 46 Planten Ave.              | Paterson 2, N.J.           |
| <i>Peter J. Borruin</i>       | 94 North 16th St.            | Paterson 2, N. J.          |
| <i>King D. [Signature]</i>    |                              | Woodstock, Minnesota       |
| <i>Frank Veljeu</i>           | 254 Wallinwood, N.E.         | Grand Rapids, Michigan     |
| <i>Rufus Mast</i>             |                              | Zeeland, Michigan          |
| <i>W.D. [Signature]</i>       | 10141 Roman Ave.             | Evergreen Park 42, Ill.    |
| <i>E. [Signature]</i>         | 84 Elm Street                | Bowmanville, Ont., Can.    |
| <i>A. Bezuyen</i>             | 208 Lake Shore Rd.           | St. Catharines, Ont., Can. |
| <i>[Signature]</i>            | 75 Sunnyside Ave.            | Chatham, Ontario, Can.     |
| <i>[Signature]</i>            | Westwood Drive               | Freemont, Michigan         |

I, Eugene Van Dyken, Secretary of the Christian Reformed World Relief Committee, Inc., do hereby certify that the resolution is contained in the culverent minutes of the meeting convened for the purpose of Organization of the Christian Reformed World Relief Committee as a non-profit corporation, held on February 22, 1965, in the City of Grand Rapids, Michigan, as follows:

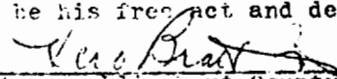
"It is hereby resolved that Frank Velsor, Nicola Sondervan, and Eugene Van Dyken, D.D.S. are designated to sign and acknowledge the articles of Incorporation for themselves and each and every one of the incorporators remaining as listed in said articles, and this resolution shall be duly certified by the Secretary and made a part of the articles to be presented to the Michigan Corporation and Securities Commission.

And, I further certify that said resolution was unanimously adopted by the incorporators as listed in said articles.

  
Eugene Van Dyken  
Secretary

State of Michigan  
County of Kent

On this 17 day of April, 1965 before me, a notary public in and for said County, personally appeared Eugene Van Dyken to be known to be the person described in the foregoing Certification and who executed the same and acknowledged the same to be his free act and deed.

  
Notary Public Kent County, Mich.  
My Commission Expires

Hero Bratt, Jr.  
Notary Public, Kent County, Mich.  
My Commission Expires Sept. 12, 1965

FORM 2

ORIGINAL  
(Non-Profit)  
MICHIGAN  
ARTICLES OF INCORPORATION  
OF

Christian Reformed World  
(Please type or print corporate name)

Relief Committee, Inc.

*Under Act 327, Public Acts of 1931, as amended*

(This form prepared by Michigan Corporation and Securities Commission)

RECORDED

APR 25 1962

MICHIGAN CORPORATION AND SECURITIES COMMISSION

RECEIVED

MAY 1 1962

MICHIGAN CORPORATION AND SECURITIES COMMISSION

**FILED**

JUN - 4 1962

*Raymond F. Livingston*

COMMISSIONER  
Michigan Corporation & Securities Commission

MAIL THREE SIGNED AND ACKNOWLEDGED  
COPIES TO:  
Michigan Corporation & Securities Commission  
P. O. Box 898 Lansing 4, Michigan

Fees \$20.00

MICHIGAN CORPORATION AND SECURITIES COMMISSION

JUN 21 1962

*[Signature]*  
Clerk

STATE OF MICHIGAN  
CORPORATION AND SECURITIES COMMISSION  
LANSING, MICHIGAN

DO NOT WRITE IN SPACE BELOW — FOR COMMISSION USE		
Date Received:	<i>found</i>	<p><b>FILED</b></p> <p>JAN -7 1963</p> <p><i>Raymond F. ...</i> COMMISSIONER Michigan Corporation &amp; Securities Commission</p>
JAN -4 1963		
	(Compared by) JAN 7 - 1963	
	(Date)	

CERTIFIED RESOLUTION OF CHANGE OF REGISTERED OFFICE

I, Eugene Ven Dyken Secretary or  
~~Assistant Secretary~~  
of Christian Reformed World Relief Committee, Inc.  
(Corporate Name)  
do hereby certify that the following is a true and correct copy of the resolution adopted by the board of directors of said corporation at a meeting called and held on the 17th day of August, 1962:

"RESOLVED, that the location of the registered office of Christian Reformed World Relief Committee, Inc. within the State of Michigan is changed from 2650 Kalamazoo S.E. Grand Rapids  
(Street and Number) (City or Village) (Zone)  
County of Kent, Michigan, to 2417 Eastern SE Grand Rapids  
(Street and Number) (City or Village) (Zone)  
County of Kent, Michigan."

Signed on December 17, 1962

*Eugene Ven Dyken*  
(Signature of Secretary or Assistant Secretary)  
(DESIGNATE OFFICE HELD BY SIGNER)

Note: Mail three signed copies, except in case of change of location from one county to another, in which case four copies of this Certificate are required, to Michigan Corporation and Securities Commission, Box 898, Lansing 4, Michigan.  
Filing fee \$5.00.

*h*

STATE OF MICHIGAN  
CORPORATION AND SECURITIES COMMISSION  
LANSING, MICHIGAN

DO NOT WRITE IN SPACE BELOW — FOR COMMISSION USE		
Date Received:		<p><b>FILED</b></p> <p>JUN 11 1963</p> <p><i>[Signature]</i></p> <p>Michigan Corporation</p>
JUN 11 1963	<i>[Signature]</i>	
	(Composed by)	
	JUN 11 1963	

**CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION**

Christian Reformed World Relief Committee, Inc.

(Corporate Name)

a Michigan corporation, whose registered office is located at 2417 Eastern Ave., S.E.

(No.)

(Street)

Grand Rapids

7

Kent

Michigan, certifies pursuant to the pro-

(City)

(Zone)

(County)

visions of Section 43 of Act No. 327 of the Public Acts of 1931, as amended, that at a meeting of the

members

(Shareholders or members)

of said corporation called for the purpose of amending the articles of

incorporation, and held on the 14 th day of February, 1963,

it was resolved by the vote of [scribble] of each class entitled to vote

a majority of the members

and by [scribble] of each class whose rights, privileges or preferences are changed,

a majority of the members

that Article No. IX of the Articles of Incorporation is ~~amended~~ <sup>added</sup> to read as follows, viz:

**ARTICLE IX**

(Any article being amended is required to be set forth in its entirety.)

In the event of dissolution of this organization, whether  
voluntarily, whether in fact or by operation of law, the  
constituted Synod of the Christian Reformed Churches at  
Grand Rapids, Michigan, shall distribute all available funds,  
assets, and properties, to organizations whose use thereof  
will be directed to and accomplish the purpose of relief and  
rehabilitation as hereinbefore stated in Article II.

*R*

FORM 16

Blank lined area for notes or additional information.

NOTE: Sec. 43, amended by Act 155, P. A. 1953, provides:
"... That any amendment which impairs the preemptive right of the holders of shares of any class of capital stock entitled to such right shall be approved by the vote of the holders of 2/3 of the shares of each such class. ...."

Signed on June 7, 1963

Christian Reformed World Relief Committee, Inc.
(Corporate Name)

(Corporate Seal if any)

By Harold Zondervan (President of Christian Reformed World Relief Committee)
Dr. Eugene Van Dyken (Secretary or Assistant Secretary)

STATE OF MICHIGAN
COUNTY OF Kent ss.

On this 7th day of June, 1963, before me appeared

Harold Zondervan

(Name of President)

to me personally known, who, being by me duly sworn, did say that he is the president or vice-president of Christian Reformed World Relief Committee, Inc.
(Corporate Name)

which executed the foregoing instrument, and that [the seal of said corporation] said instrument was signed in behalf of said corporation by authority of its board of directors, and said officer acknowledged said instrument to be the free act and deed of said corporation and that said corporation has no corporate seal.

\*If corporation has no seal strike out the words in brackets and add at end of acknowledgment the following: "and that said corporation has no corporate seal".

Signature of Notary

Notary Public for Kent County, State of Michigan

My Commission expires January 7, 1967

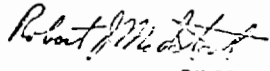
(Notarial seal required if acknowledgment taken out of State)

Mail Three Signed and Acknowledged Copies To:
Michigan Corporation and Securities Commission
P. O. Box 893 Lansing 4, Michigan
Filing Fee \$5.00



STATE OF MICHIGAN  
 CORPORATION AND SECURITIES COMMISSION  
 LANSING, MICHIGAN

BOOK 226 PAGE 1

DO NOT WRITE IN SPACE BELOW - FOR COMMISSION USE		
Date Received:	Compared by:	MICHIGAN DEPARTMENT OF COMMERCE The powers, duties and functions of the Michigan Corporation and Securities Commission relating hereto have been transferred to the Department of Commerce, pursuant to Act 380, P.A. 1965.  FEB 24 1966  FEB 24 1966   DIRECTOR MICHIGAN DEPT. OF COMMERCE
FEB 21 1966	<i>MDJK</i>	
	Date:	
	FEB 24 1966	
	Examiner:	
	<i>JM</i>	

**CERTIFIED RESOLUTION OF CHANGE OF REGISTERED OFFICE  
 AND RESIDENT AGENT**

I, Frank C. Kass Secretary of ~~XXXXXXXXXXXXXXXXXXXX~~  
 of Christian Reformed World Relief Committee, Inc.  
(Corporate Name)  
 do hereby certify that the following is a true and correct copy of the resolution adopted by the board of directors of said corporation at a meeting called and held on the 10th day of February, 1966 :  
 "RESOLVED, that the location of the registered office of Christian Reformed  
World Relief Committee, Inc. within the State of Michigan is changed  
(Corporate Name)  
 from 2417 Eastern Ave. Grand Rapids County of  
(Street and Number) (City or Village)  
Kent, Michigan 49507, to 733 Alger St. S. E. Grand Rapids  
(Zip Code) (Street and Number) (City or Village)  
 County of Kent, Michigan 49507, and that Frank C. Kass  
(Zip Code) (Name of Agent)  
 is appointed resident agent of this corporation in charge of its registered office and that all prior appointments of other resident agents for such purpose are hereby revoked."

Signed on February 21, 1966 Frank C. Kass  
(Signature of Secretary)  
 (DESIGNATE OFFICE HELD BY SIGNER)

Note: Mail three signed copies, except in case of change of location from one county to another, in which case four copies of this Certificate are required, to Michigan Corporation and Securities Commission, Box 898, Lansing, Michigan 48904. Make remittance payable to State of Michigan.  
 Filing fee \$5.00.

STATE OF MICHIGAN  
MICHIGAN DEPARTMENT OF TREASURY  
CORPORATION DIVISION  
LANSING, MICHIGAN

DO NOT WRITE IN SPACE BELOW—FOR DEPARTMENT USE		
Data Received:	Compared by:	<p><b>FILED</b></p> <p>AUG 15 1937</p> <p><i>William J. ...</i> MICHIGAN DEPARTMENT OF TREASURY</p>
AUG 14 1937	NR SE	
	Date:	
	AUG 15 1937	
	Examiner:	
	<i>K</i>	

**CERTIFIED RESOLUTION OF CHANGE OF REGISTERED OFFICE**

I, Frank Kass Secretary or  
~~Assistant Secretary~~  
of Christian Reformed World Relief Committee, Inc.  
(Corporate Name)

a Michigan corporation, do hereby certify that the following is a true and correct copy of the resolution adopted by the board of directors of said corporation by written consent or at a meeting called and held on the 7th day of August, 1967:

"RESOLVED, that the location of the registered office of this corporation within the State of Michigan is changed from 733 Alger Street S. E. Grand Rapids  
(Street and Number) (City or Village)  
County of Kent Michigan 49507 to 2850 Kalamazoo Ave. S.E. Grand Rps.  
(Zip Code) (Street and Number) (City or Village)  
County of Kent Michigan 49508  
(Zip Code)

Signed on Aug 12, 1967

*Frank Kass*  
(Signature of Secretary or Assistant Secretary)  
**(DESIGNATE OFFICE HELD BY SIGNER)**

Note: Mail three signed copies, except in case of change of location from one county to another in which case four copies of this Certificate are required, to Michigan Department of Treasury, Corporation Division, Post Office Drawer C, Lansing, Michigan 48904. Make fee payable to State of Michigan.  
Filing fee \$5.00.



STATE OF MICHIGAN  
MICHIGAN DEPARTMENT OF TREASURY  
Corporation Division, Lansing, Michigan

<p><b>NOTE</b></p> <p>Mail <b>ONE</b> signed copy to:</p> <p>Michigan Department of Treasury Corporation Division P.O. Drawer C Lansing, Michigan 48904</p> <p>Filing Fee \$5.00</p> <p>(Make fee payable to State of Michigan)</p>	DO NOT WRITE IN SPACE BELOW - FOR DEPARTMENT USE	
	Date Received:	<p><b>FILED</b></p> <p>OCT 29 1968</p> <p>ALLISON GREEN STATE TREASURER MICHIGAN DEPARTMENT OF TREASURY</p>
	OCT 29 1968	

**CERTIFIED RESOLUTION OF CHANGE OF RESIDENT AGENT**

I, David Bosscher Secretary of  
Assistant Secretary,  
of ~~the~~ Christian Reformed World Relief Committee, Inc.  
(Corporate Name)  
a Michigan corporation, whose registered office is located at 2850 Kalamazoo Avenue S.E.  
Grand Rapids Kent Michigan 49508  
(City) (County) (Zip Code) do hereby certify that the  
following is a true and correct copy of the resolution adopted by the board of directors of said corpora-  
tion by written consent or at a meeting called and held on the 6th day of September 1968.  
"Resolved that Louis Van Ess  
(Name of Agent) is appointed the resident agent of this  
corporation in charge of its registered office, and that all prior appointments of other resident agents for  
such purpose are hereby revoked."

Signed on October 22, 1968.

David Bosscher  
(Signature of ~~XXXXXX~~ Assistant Secretary)  
(DESIGNATE OFFICE HELD BY SIGNER)

*aa*

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

ANTIQUÉ DEALERS ASSOCIATION OF THE GULF COAST, INCORPORATED

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 27th day of May A. D., 1976.



*Calvin Fair*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State

A RESOLUTION TO AUTHORIZE THE FORMATION OF A  
NON-PROFIT CORPORATION UNDER THE LAWS OF THE  
STATE OF MISSISSIPPI AND TO AUTHORIZE CERTAIN  
OF ITS MEMBERS TO APPLY FOR A CHARTER.

WHEREAS, The Gulf Coast Antique Association is an existing organization composed of adult resident citizens of the Gulf Coast area of the State of Mississippi, and,

WHEREAS, the membership of the Gulf Coast Antique Association is composed of active dealers engaged in the principle business of the sale of antiques and collectibles, and,

WHEREAS, the Gulf Coast Antique Association was created for the free and non-political exchange of ideas and as a means of assisting the members thereof in the promotion and sale of antiques and collectibles; to promote the interest in acquiring antiques and collectibles; to promote the appreciation of the value of antiques and collectibles in trade, and to promote good will within the membership and with the general public, and

WHEREAS, it has been agreed that the aims and ideals of the Gulf Coast Antique Association can best be served and carried out by the formation of a Non-Profit Corporation under laws of the State of Mississippi.

NOW, THEREFORE, BE IT RESOLVED:

1. An application for a Charter of Incorporation, Non-Profit, be made in accordance with the Laws of the State of Mississippi.
2. The Corporate title shall be ANTIQUE DEALERS ASSOCIATION OF THE GULF COAST, INCORPORATED.
3. Any and all costs and expenses incurred in the preparation of the aforementioned application for a charter of incorporation shall be paid for by the Gulf Coast Antique Association.

4. The following adult resident citizens of the State of Mississippi and members of the Gulf Coast Antique Association are authorized and empowered to have prepared and to sign an application for a Charter of Incorporation, Non-Profit, under the Laws of the State of Mississippi.

B. C. FANT  
VEDA ROSE  
WILLIAM GWIN  
KAY CASSON

The foregoing resolution was presented and duly accepted by the Gulf Coast Antique Association at a regular meeting held on the 11th day of May, A.D. 1976 in the City of Gulfport, Harrison County, Mississippi, and the above and foregoing is a true and correct copy of said resolution.

BC Fant  
President

Kay Casson  
Secretary

STATE OF MISSISSIPPI  
COUNTY OF HARRISON

Personally came and appeared before me, the undersigned authority in and for said state and county aforesaid, the above named B. C. FANT and KAY CASSON, who by me having been first duly sworn, state that they are the President and Secretary of the Gulf Coast Antique Association and that they have signed the foregoing as President and Secretary of the Gulf Coast Antique Association.

Sworn to and subscribed before me this the 12<sup>th</sup> day of May, A.D., 1976.

[Signature]  
Notary Public



My Commission Expires:  
November 18<sup>th</sup> 1976

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

# THE CHARTER OF INCORPORATION OF

ANTIQUÉ DEALERS ASSOCIATION OF THE GULF COAST, INCORPORATED

1. The corporation title of said company is:

ANTIQUÉ DEALERS ASSOCIATION OF THE GULF COAST, INCORPORATED

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
B. C. Fant	1416 20th Avenue	Gulfport	Mississippi
Velda Rose	804 36th Avenue	Gulfport	Mississippi
William Gwin	1011 39th Avenue	Gulfport	Mississippi
Kay Casson	509 Ward	Ocean Springs	Mississippi

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at 1416 20th Avenue Gulfport, Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 79-11-1, Code of Mississippi of 1972, and amendments thereto.)

The Antique Dealers Association Of The Gulf Coast, Incorporated is a fraternal organization formed for the mutual aid and benefit of its members, is a Non-Profit Corporation without the authority to issue stock and shall not issue stock in the name of the Corporation.

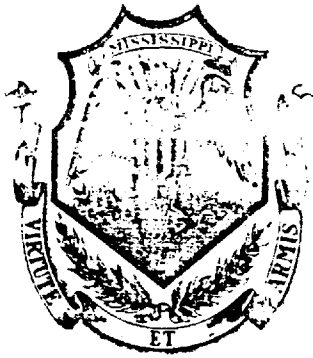
5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The Antique Dealers Association Of The Gulf Coast, Incorporated is formed for the purpose of creating a forum for the free and non-political exchange of ideas and as a means of assisting the members thereof in the promotion and sale of antiques and collectibles; to promote the interest in acquiring antiques and collectibles; to promote the appreciation of the value of antiques and collectibles in trade, and to promote good will within the membership and with the general public. The membership in the Corporation shall be restricted to active dealers of antiques and collectibles operating from a fixed business location and associate members who share the same interests and ideals of the Corporation. The Corporation shall have the right and power, not contrary to law, to regulate and prescribe rules, regulations and by-laws to govern the Corporation; to levy and collect dues and assessments and issue membership cards and/or certificates of membership to provide reasonable necessary funds to meet and defray expenses of the Antique Dealers Association Of The Gulf Coast, Incorporated; and to do any and all things reasonably necessary and generally authorized and allowed to be done by a Non-Profit Corporation to serve best the members of the Non-Profit Corporation.



# State of Mississippi



EXECUTIVE

OFFICE

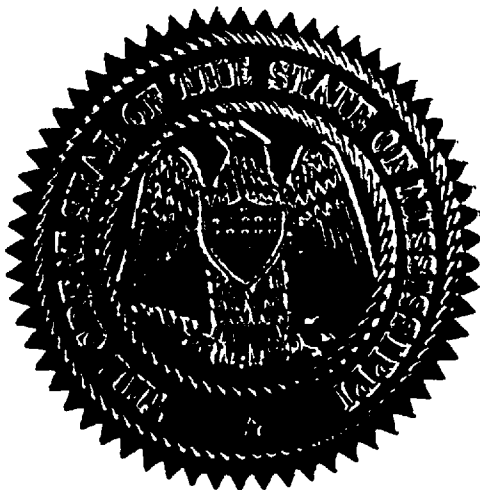
JACKSON

The within and foregoing Charter of Incorporation of

JANICE COMMUNITY CLUB

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 27th day of May A. D., 1976.



*Calvin Fuchs*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State

MAY 5, 1958

The president opened the meeting by calling on Isaac Anderson to open the meeting with prayer.

A motion by Isaac Anderson and second by Evelyn Alfred was made that a bank account be opened at the Bank of Wiggins for the Community Club in a joint account with Secretary and Treasurer as official signers. The motion carried.

The president suggested that the Club accept Membership dues, \$76.50 being collected on this date.

A doll cake was donated by Mrs. Patsy Cochran and chances were sold at 50¢ a chance. This money goes to the Club Treasury. A Motion by Evelyn Alfred and seconded by Ida Bell Bevins to extend the cake drawing until Saturday closing time.

The Club discussed the proposal to have a Charter for the State of Mississippi. A motion by Ernestine McCloud and seconded by Ida Bell Bevins that the executive members of the Janice Community Club sign for the Charter. The executive members are President, Frederick [unclear], Vice President, Earl Breland, Treasurer, Isaac Anderson, and Patsy Cochran as Secretary. The following Resolution was then read and approved:



That Frederick Parker, Earl England, Lois Cochran, and Isom Andrews are hereby authorized and empowered to apply to the Secretary of State for a Charter of incorporation for the Janice Community Club as a non-profit corporation and to pay the \$20.00 fee for the application and to have the same recorded by the Club when sufficient funds are available to do so.

Resolved by majority (unanimous) vote at a regular meeting, this the 5th day of April, 1976

Mrs. Jean Parker discussed with the group the possibility of organizing a baseball Club for the ladies.

A full discussion was held on buying and erecting a security light for the Community Center. Mrs. Ottie Taylor volunteered as Chairman for the financing of this light. Mr. Parker volunteered to furnish the labor for this project.

Refreshments were served by the Refreshment Committee. A vote of thanks was extended to the committee with Mrs. Ottie Taylor serving.

*Frederick Parker, Secretary*  
*Isom Andrews, President*

I, LOIS COCHRAN, do hereby certify that I am the duly named and active secretary of the JANICE COMMUNITY CLUB and that the attached Minutes of said Club are true and correct as the same appear of record in my Minute Book.

WITNESS my signature, this 19 day of May, 1976.

Lois Cochran  
LOIS COCHRAN, Secretary

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

**THE CHARTER OF INCORPORATION OF**  
**JANICE COMMUNITY CLUB**

1. The corporation title of said company is: **JANICE COMMUNITY CLUB**

2. The names and post office addresses of the incorporators are:  
 (The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Frederick Parker	Route 3 Box 138	Wiggins	MS
Earl Breland	Route 3 " 114	Wiggins	MS
Lois Cochran	Route 3 Box 184	Wiggins	MS
Isom Andrews	Route 1	Brooklyn	MS

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at Route 3 Wiggins (Perry County) MS  
 (Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 79-11-1, Code of Mississippi of 1972, and amendments thereto.)

This corporation is to be a non-profit and nonshare civic improvement society.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To provide a civic center for its members and the local community, to foster and cultivate the social, educational, recreational, and business relations of its members and community, to encourage and stimulate closer personal acquaintances and friendship among its members and the local community and to improve the overall quality of life for its members and the local community; To buy, own, hold, lease, or otherwise acquire, manage, and dispose of real and personal property; To mortgage, pledge, sell, or otherwise encumber or transfer any real and personal property owned by the Corporation as needed for the successful conduct of its purposes; and To exercise all the rights and powers conferred by Sections 79-1-1 et seq. of the 1972 Mississippi Code, as amended, upon a corporation of this type.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: \_\_\_\_\_  
FREDERICK PARKER  
\_\_\_\_\_  
Earl Breland  
EARL BRELAND  
\_\_\_\_\_  
Isom Andrews  
ISOM ANDREWS  
\_\_\_\_\_  
Incorporators

Lois Cochran  
LOIS COCHRAN

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of Perry

This day personally appeared before me, the undersigned authority Frederick Parker,  
Earl Breland, Isom Andrews, Lois Cochran

incorporators of the corporation known as the JANICE COMMUNITY CLUB  
who acknowledged that ~~(XX)~~ (they) signed and delivered the above and foregoing charter of incorporation as  
~~(XX)~~ (their) act and deeds on this the 11<sup>th</sup> day of May

My Commission Expires: Jan. 1979 Hereditary Smith Baker  
Notary Public

STATE OF MISSISSIPPI  
County of Perry

This day personally appeared before me, the undersigned authority Frederick  
Parker, Earl Breland, Isom Andrews  
Lois Cochran

incorporators of the corporation known as the Janice Community Club  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the 11<sup>th</sup> day of May, 1976

Received at the office of the Secretary of State this the 21 day of May  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

Heber Lohm  
Secretary of State

Jackson, Miss., MAY 24, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tion of the Constitution and laws of the State, or of the United States.

A.F. Sumner  
Attorney General  
By George W. Swindell  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will  
be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SOUTH PANOLA BAND BOOSTERS, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed

this 27th day of May A. D., 1976

*Calvin Frick*

Governor

By the Governor

*Heber Ladner*

Secretary of State



R E S O L U T I O N

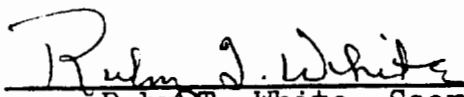
WHEREAS, the membership of the SOUTH PANOLA BAND BOOSTERS is a non-profit organization and is desirous of incorporating said organization on a non-profit basis; and,

WHEREAS, said SOUTH PANOLA BAND BOOSTERS is advised that it is for the best interest of said organization for it to be incorporated, and that it is necessary that there be designated members of said organization, and that they be authorized and empowered by the membership to make the necessary Charter Application with the Secretary of State of Mississippi.

NOW THEREFORE BE IT RESOLVED by the membership of the SOUTH PANOLA BAND BOOSTERS that W. F. Burnett, Nancy Spencer and Ruby T. White be, and they are hereby authorized, and directed to make application for a non-profit corporate charter to the organization under the name of SOUTH PANOLA BAND BOOSTERS, and that said members are further authorized and directed to executed all instruments necessary to the incorporation of this organization.

C E R T I F I C A T E

I, RUBY T. WHITE, Secretary of the SOUTH PANOLA BAND BOOSTERS hereby certify that the above and foregoing Resolution is a true and correct copy of a certain Resolution duly adopted by the membership of the SOUTH PANOLA BAND BOOSTERS at its meeting held on 20 May 1976.

  
\_\_\_\_\_  
Ruby T. White, Secretary

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

# THE CHARTER OF INCORPORATION OF

1. The corporation title of said company is:

SOUTH PANOLA BAND BOOSTERS, INC.

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
W. F. BURNETT	200 Gay Street	Batesville, Mississippi	38606
MRS. NANCY SPENCER	203 Boothe Street	Batesville, Mississippi	38606
MRS. RUBY T. WHITE	115 Vick Street	Batesville, Mississippi	38606

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at Highway 51 North Batesville Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 79-11-1, Code of Mississippi of 1972, and amendments thereto.)

The Corporation consists of the membership of the South Panola County area band boosters with headquarters in Batesville, Mississippi; is a non-profit Corporation; shall issue no shares of stock; with each member having one vote in the election of all officers of the Corporation. The Corporation is created and shall act as a band booster Corporation under the provisions of Section 79-11-1 of the Mississippi Code of 1972, Annotated, and other applicable statutes, same being a civic improvement society.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

This Corporation is organized and shall be operated for the purpose of performing all acts and functions in support of the development, maintenance and operation of a band or bands of and for the South Panola County High School of Panola County, Mississippi.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall incur the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: William F. Burnett  
W. F. Burnett

Mrs. Nancy Spencer  
Mrs. Nancy Spencer

Mrs. Ruby T. White  
Mrs. Ruby T. White

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of PANOLA

This day personally appeared before me, the undersigned authority

W. F. BURNETT, MRS. NANCY SPENCER and MRS. RUBY T. WHITE

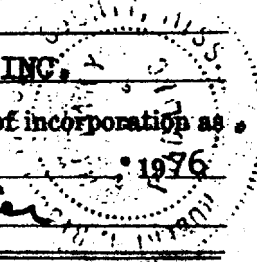
incorporators of the corporation known as the SOUTH PANOLA BAND BOOSTERS, INC.

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as

(his) (their) act and deeds on this the 20th day of May

My commission expires: 23 July 1976

Robert J. Pinner  
NOTARY PUBLIC



STATE OF MISSISSIPPI

County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the \_\_\_\_\_

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as

(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 24th day of May A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Idell Palmer

Secretary of State

Jackson, Miss., MAY 26, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States

A. F. Summer  
Attorney General

By George M. Swindle  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.



# State of Mississippi

EXECUTIVE



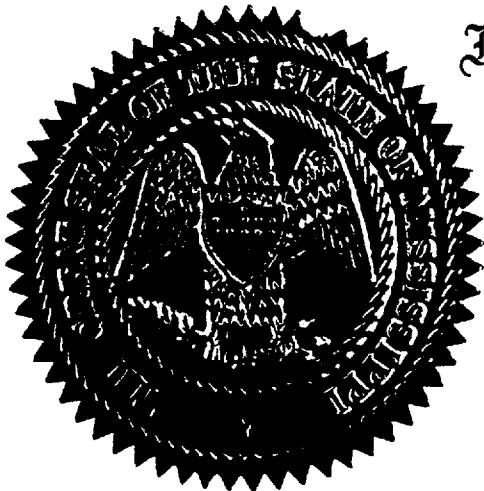
OFFICE

Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of* THE BEREAN BIBLE CHURCH, INC. CHANGING  
NAME TO:

VOICE OF CALVARY CHURCH, INC.

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 27th day of May A. D., 1976.*

*Calvin Finch*

Governor.

Attest:

*Heber Ladner*

Secretary of State.

EXTRACTS OF MINUTES OF MEETING  
OF THE BEREAN BIBLE CHURCH

A meeting of the Berean Bible Church was held at 6:30 O'Clock P.M. on Feb. 1, 1976, at 309 Center Street, Mendenhall, Mississippi, at which time the following action was taken.

It was proposed that the Berean Bible Church Inc. would become the Voice of Calvary Church Inc. This would not change any of the goals or purposes, but rather the name itself.

The purpose of this change would bring the name of the church in line with its various Ministries. The Voice of Calvary Church would then be the key and the Voice of Calvary church ministries will be basic ministries of the church. We are striving to eliminate all of the things that would be confusing to the people that we are serving.

The undersigned, being the secretary of the Berean Bible Church, does hereby certify that the above is a true copy of the minutes of the meeting said association held on February 1, 1976 at 6:30 P.M in Mendenhall, Mississippi.

Witness my hand this day of February 2, 1976.

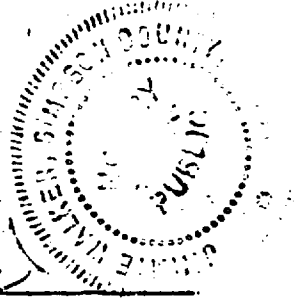
Carolyn Fletcher Secretary

NOTARY PUBLIC

STATE OF MISSISSIPPI

COUNTY OF WILKINSON

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Artis Fletcher & Dolphus WEARY, Presidents of Berean Bible Church, who acknowledges that he signed and executed the above and foregoing Articles of Amendment to the Articles of Incorporation of The Berean Bible Church Inc., on this the 12<sup>th</sup> day of MARCH, 1976.



Jimmie Walker  
NOTARY PUBLIC

My commission expires:

My Commission Expires May 9, 1978

ARTICLES OF INCORPORATION

THE BEREAN BIBLE CHURCH

Pursuant to the provisions of section 79-11-9, Mississippi Code of 1972, the undersigned corporation adopt the following Article of Amendment to its Article of Incorporation.

First: The corporation is amended to Voice of Calvary Church, Inc.

Second: The following amendment of the Articles of Incorporation was adopted by the members of the corporation on February 1, 1976, at a regular meeting of the members of the corporation at Mendenhall, Mississippi.

DATED: This the 12th day of March, 1976.

SIGNED: BEREAN BIBLE CHURCH  
(Name of Corporation)

BY: Artis Fletcher  
(President)

BY: Dolphus Weary  
(President)

It is resolved that the present [unclear] Church, Inc. be changed to Voice of Calvary Church, Inc. This has been proposed and unanimously agreed upon by all the members in good standing. Witness our signatures as follows:

Sulphur Weems

Alvin M. Weems

Wesley F. [unclear]

James C. Williams

David C. McCa

Sarah F. Mackey

Sandra J. Lyons

Marita J. Harris

Dorion Kimberlin

Robert Q. Buckles

Fannie Buckles

Yolanda McKinnis

Carolyn Fletcher

Dorothy McKinnis

Ursula Mudd

Howard L. Mudd

[unclear]

Gerard L. [unclear]

James E. [unclear]

Harriet McKinnis

Kenneth [unclear]

Ernie P. [unclear]

Joanne E. [unclear] / EPM - (Mrs M. [unclear] in hospital but concurs)

Martin [unclear]

Ernie [unclear]

Jim McKinnis

Bonita McKinnis

Dorothy M. [unclear]

Christine [unclear]

Marlene Hardy

[unclear]

[unclear]

[unclear]

[unclear]

[unclear]

[unclear]

[unclear]

[unclear]

[unclear]

[unclear]

[unclear]

My Commission Expires May 9, 1978 5-18-76

Jimmie Walker  
Notary Public



BOOK 228 PAGE 150

Received at the office of the Secretary of State, this the 24<sup>th</sup> day of May

A. D. 1976, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Isabel Baker  
SECRETARY OF STATE.

Jackson, Miss..

MAY 26, 1976

I have examined this AMENDMENT to the Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. F. Summers  
ATTORNEY GENERAL.

By George M. Swindell  
Assistant Attorney General.

BOOK 226 PAGE 151  
State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

WILLOWOOD HOMEOWNERS ASSOCIATION, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 27th day of May A. D., 1976.



*Calvin T. Tucker*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State


151  
RESOLUTION OF THE WILLOWOOD HOMEOWNERS ASSOCIATION, AN UNINCORPORATED ASSOCIATION, TO INCORPORATE, DESIGNATING THE INCORPORATORS, THE NAME OF THE PROPOSED CORPORATION AND AUTHORIZING THE EXPENDITURE OF THE FUNDS OF THE ASSOCIATION NECESSARY SO TO DO.

BE IT RESOLVED by the members of the Willowood Homeowners Association, an unincorporated association of individuals, that it is to the best interests of this association that it be forthwith incorporated as a nonprofit corporation under the laws of the State of Mississippi applicable thereto and that William O. Marble, Sam Newman and Murray Ray are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this association to be named Willowood Homeowners Association, Inc.; that they are fully empowered to do and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the association as may be necessary so to do.

CERTIFICATE

I, Sue Cain, do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is a true and correct copy of a Resolution duly and properly adopted at a meeting thereof held on the 11th day of May, 1976, at Jackson, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

WITNESS MY SIGNATURE this the 12th day of May, 1976.

  
S E C R E T A R Y



Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF WILLOWOOD HOMEOWNERS ASSOCIATION, INC.

1. The corporation title of said company is: Willowood Homeowners Association, Inc.

2. The names and post office addresses of the incorporators are:  
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
William O. Marble	5310 Dogwood Trail	Jackson	Mississippi
Sam Newman	5033 Willowood Blvd.	Jackson	Mississippi
Murray Ray	207 Lake Cove	Jackson	Mississippi

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at 5310 Dogwood Trail Jackson Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

The corporation is non-profit and no shares of stock shall be issued. The organization is a civic improvement society.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The corporation shall have the right to solicit and issue memberships and to do all things, not prohibited by law, in connection with the operation of recreational facilities and in efforts to improve the community in general.

7. This corporation shall not be required to make publication of its name, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: \_\_\_\_\_

*Sam Newman*  
*Murray Ray*

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority William O. Marble  
Sam Newman, Murray Ray

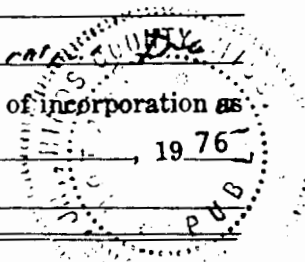
incorporators of the corporation known as the Willowood Homeowner Association

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as

(his) (their) act and deeds on this the 24 day of May, 1976

My Comm. Expires: 12/27/77 W. E. Fure Jr

NOTARY PUBLIC



STATE OF MISSISSIPPI

County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as

(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_

Received at the office of the Secretary of State this the 25<sup>th</sup> day of May  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

*Heber Baker*

Secretary of State

Jackson, Miss., MAY 26, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tive of the Constitution and laws of the State, or of the United States.

*A. F. Summer*

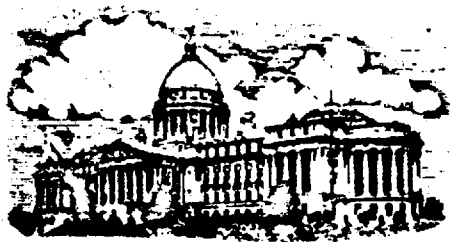
Attorney General

By *George M. Sumrell*  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will  
be sufficient.

BOOK 226 PAGE 155  
**State of Mississippi**

**EXECUTIVE**



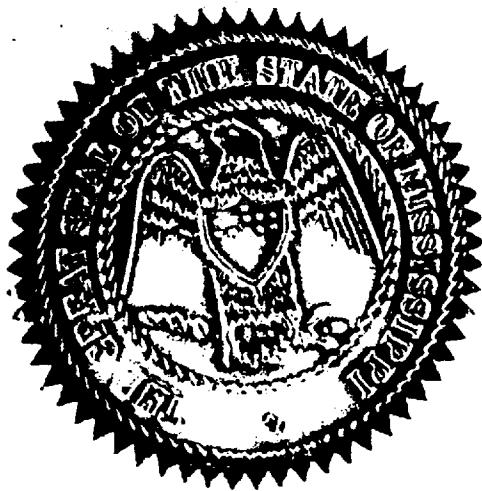
**OFFICE**

**Jackson**

*The within and foregoing Amendment to the  
Charter of Incorporation of*

**MULTI-COMMUNICATION MINISTRIES, INC.**

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 28th day of May, 1976.*

*Clair Fitch*

*Attest:*

*Heber Ladner*

*Secretary of State.*

*Governor.*

CERTIFIED COPY OF RESOLUTION  
ADOPTED BY

Multi-Communication Ministries, Inc.  
AT A MEETING OF THE MEMBERS HELD ON

Tuesday, May 25, 1976  
AUTHORIZING AND DIRECTING THE AMENDMENT OF  
THE CHARTER OF INCORPORATION OF

Multi-Communication Ministries, Inc.

WHEREAS, Multi-Communication Ministries, Inc.

is a voluntary, non-profit incorporation chartered by the State of Mississippi, and

WHEREAS, after thorough discussion in a duly held meeting this corporation desires to amend its charter to read

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious purposes as shall at the time qualify as an exempt organization or organizations under section 501 ( C (3)) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the court of common pleas 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.

THEREFORE, BE IT RESOLVED by Multi-Communication Ministries, Inc. that its charter is amended as follows:


Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious purposes as shall at the time qualify as an exempt organization or organizations under section 501 ( C (3)) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the court of common pleas 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.

CERTIFICATE

I, Ronald W. McKinney, Executive Secretary of Multi-Communication Ministries, Inc. do hereby certify that the above and foregoing resolution is a true and correct copy of a certain resolution adopted by Multi-Communication Ministries, Inc. in a meeting assembled on the 25th day of May, 1976,

in Clinton, Mississippi.

WITNESS MY SIGNATURE, this 28th day of May,  
1976 .

  
Executive Secretary

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OFMulti-Communication Ministries, Inc.

Pursuant to the provisions of Section 79-11-9, Mississippi Code of 1972, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

First: The corporation is amended to

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious purposes as shall at the time qualify as an exempt organization or organizations under section 501 ( c (3)) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the court of common pleas 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.

Second: The following amendment of the Articles of Incorporation was adopted by the members of the corporation on May 25, 1976, at a regular meeting of the members of the corporation at Clinton, Mississippi:

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious purposes as shall at the time qualify as an exempt organization or organizations under section 501 ( c (3)) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the court of common pleas 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.

DATED: This the 28th day of May, 1976.

SIGNED: Multi-Communication Ministries, Inc

BY:

Ronald W. McKinney  
Executive Secretary

ACKNOWLEDGEMENT

STATE OF MISSISSIPPI

COUNTY OF Hinds

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, RONALD W. MCKINNEY

\_\_\_\_\_, Executive Secretary of Multi-Communications Ministries, Inc., who acknowledges that he signed and executed the above and foregoing Articles of Amendment to the Articles of Incorporation of Multi-Communications Ministries, Inc. on this the 28th day of May, 1976.



Mr. J. J. Langford  
NOTARY PUBLIC

My Commission expires:

My Commission Expires Sept. 15, 1979

Received at the office of the Secretary of State, this the 28<sup>th</sup> day of May

A. D., 19 76, together with the sum of \$ 870.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Herbert Palmer  
SECRETARY OF STATE.

Jackson, Miss.,

May 28, 1976

I have examined this Amendment to Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. F. SUMMER  
ATTORNEY GENERAL  
By S. E. Birkley  
Assistant Attorney General.



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

EDWARDS VOLUNTEER FIRE DEPARTMENT

is hereby approved.

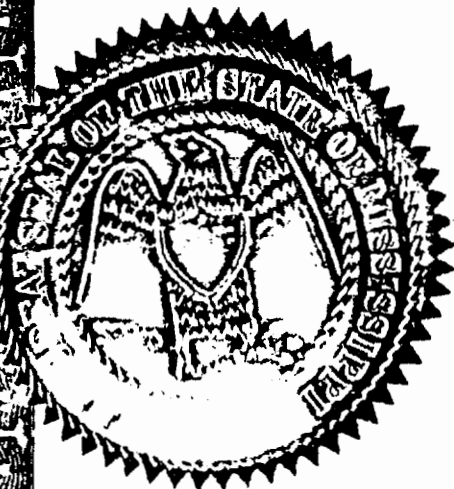
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 28th day of May A. D., 1976.

*Calvin Finch*

Governor

By the Governor

*Heber Ladner*  
Secretary of State



CERTIFIED COPY OF RESOLUTION ADOPTED BY  
MEMBERS OF THE EDWARDS VOLUNTEER FIRE DEPARTMENT AT  
MEETING HELD ON THE 19TH DAY OF MAY, 1976  
AUTHORIZING AND DIRECTING INCORPORATION  
OF THE EDWARDS VOLUNTEER FIRE DEPARTMENT

WHEREAS, the Edwards Volunteer Fire Department is now a voluntary, non-profit, unincorporated organization composed of the mayor, aldermen, fire chief and city clerk of the Town of Edwards, Mississippi, which persons have associated themselves together for the purpose of sponsoring and encouraging civic and charitable work; and

WHEREAS, after thorough investigation and discussion in meeting assembled, the members of the said organization find that incorporation will entitle it to financial, organizational and other advantages not now enjoyed, and will facilitate the accomplishment of the purpose of the organization; and

WHEREAS, the members of the organization further find that the organization should be incorporated forthwith as a non-profit charitable corporation under and by virtue of the laws of the State of Mississippi;

NOW THEREFORE, BE IT RESOLVED by the Edwards Volunteer Fire Department, in meeting assembled, that:

Section 1. C. F. Robbins, T. A. Vance and Mrs. Marilyn B. Bell are hereby authorized and directed to proceed forthwith to take all actions and do all things necessary to incorporate the Edwards Volunteer Fire Department, a non-profit corporation under the laws of the State of Mississippi and to act as the incorporators thereof.

Section 2. The corporate title of the corporation herein authorized shall be the "EDWARDS VOLUNTEER FIRE DEPARTMENT."

Section 3. The domicile of the said corporation shall be at the South Front Street, in the Town of Edwards, Hinds County, Mississippi.

Section 4. The purpose and powers of the said corporation shall be as set forth in the copy of the proposed charter of incorporation, a copy of which is attached hereto as Exhibit "A" and is adopted herein by reference, as fully as if copied herein in words and figures.

CERTIFICATE

I, Mrs. Marilyn B. Bell, Secretary of the Edwards Volunteer Fire Department, do hereby certify that the above and foregoing resolution is a true and correct copy of a certain resolution adopted by the Edwards Volunteer Fire Department in said meeting assembled, on the 19th day of May, 1976, at South Front Street, in the Town of Edwards, Mississippi.

WITNESS my signature, this the 27<sup>th</sup> day of May, 1976.

Marilyn B. Bell  
MRS. MARJLYN B. BELL,  
Secretary

THE CHARTER OF INCORPORATION  
OF  
EDWARDS VOLUNTEER FIRE DEPARTMENT

1. The title of said corporation is Edwards Volunteer Fire Department.

2. The names of the incorporators, all of whom are members of the organization and are adult residents of the State of Mississippi, are:

C. F. Robbins, whose address is South Front Street,  
Edwards, Mississippi 39066

T. A. Vance, whose address is South Front Street,  
Edwards, Mississippi 39066

Mrs. Marilyn B. Bell, whose address is South Front Street,  
Edwards, Mississippi 39066

3. The domicile of the corporation is at South Front Street, Edwards, Mississippi 39066.

4. The corporation is nonprofit and no shares of stock are to be issued. The corporation is to be one of the type corporations set forth in Section 79-11-1 of the Mississippi Code of 1972, Annotated.

5. The period of existence is perpetual.

6. The purpose for which is is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

Subject to the foregoing, the purposes and powers of this civic improvement and charitable corporation are:

(a) To receive the maintain a fund or funds of real or personal property, or both, including but not limited to funds received pursuant to Section 83-1-39 of the Mississippi Code of 1972, Annotated, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom or the principal thereof

exclusively for civic improvement and charitable purposes, directly, or by contributions to organizations that qualify as exempt organizations under the Internal Revenue Code and its regulations.

(b) Specifically, for the purpose of establishing, operating and maintaining a volunteer fire department including the furnishing of skilled firefighting services and rescue and emergency services to the general public, and to provide training and education in fire prevention and firefighting and to engage in civic improvement and to promote the welfare of the community in and for the State of Mississippi and elsewhere, and to engage in any lawful activities for which corporations may be formed under Section 79-11-1 of the Mississippi Code of 1972.

(c) All assets of the corporation shall be principally and directly dedicated exclusively to the purposes set forth in (b) above. The corporation shall not engage in business activities for profit and no part of any net earnings of the corporation shall enure to the benefit of any member, director or officer of the corporation, or any private individual, save and except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes, and no member, director or officer of the corporation, or private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation.

(d) Notwithstanding any other provision of these articles, the corporation shall not conduct or carry on any activities not permitted by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or by any organization contributions to which are deductible under Section 170(c)(2) of such Code and regulations. Upon the dissolution

of the corporation, the assets of the corporation shall be distributed to one or more organizations which would then qualify under Section 501(c)(3) of said Code and regulations.

(e) As a means of accomplishing the purposes set forth in (b) above, the corporation shall have the following powers:

(1) To adopt, amend and alter By-Laws of the corporation governing its internal affairs.

(2) To elect and appoint officers, agents, and employees, consistent with said By-Laws and this Charter and not in violation of State law.

(3) To accept, acquire, receive, take and hold by request, devise, grant, gift, purchase, exchange, lease, transfer, judicial order or decree, or otherwise, for any of its objects and purposes, any property, both immovable and movable, of whatever kind, nature, or description and wherever situated.

(4) To sell, exchange, convey, mortgage, lease, transfer, or otherwise dispose of, any such property, both immovable and movable, as the objects and purposes of the corporation may require, subject to such limitations as may be prescribed by law.

(5) To borrow money, and, from time to time, to make, accept, endorse, execute, and issue bonds, debentures, promissory notes, bills of exchange, and other obligations of the corporation for moneys borrowed or in payment for property acquired or for any of the other purposes of the corporation, and to secure the payment of any such obligations by mortgage, pledge, deed of trust, indenture, agreement, or other instrument of trust, or by other privilege upon, assignment of, or agreement in regard to all or any part of the property, rights, or privileges of the corporation wherever situated, whether now owned or hereafter to be acquired.

(6) To invest and reinvest its funds in such stock, common or preferred, bonds, debentures, mortgages, or in such other securities and property as may be provided for in the By-laws of the corporation, subject to the limitations and conditions contained in any bequest, devise, grant, or gift, provided such limitations and conditions are not in conflict with the provisions of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

(7) In general, and subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers which are now or hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth, or reasonably necessary to the attainment of the purposes of the corporation, subject to the further limitation and condition that, notwithstanding any other provisions of these Articles, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of the corporation and as may be exercised

by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended and by an organization contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

7. The corporation shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for the non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death, or otherwise, the termination of all interest of such member in the corporate assets, and there shall be no individual liability against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

*C. F. Robbins*

C. F. ROBBINS

*T. A. Vance*

T. A. VANCE

*Marilyn B. Bell*

MRS. MARILYN B. BELL

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, C. F. ROBBINS, T. A. VANCE, and MRS. MARILYN B. BELL, incorporators of the corporation known as Edwards Volunteer Fire Department, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 27<sup>th</sup> day of May, 1976.

*Peggy O. Hubbard*

NOTARY PUBLIC

My Commission Expires:

My Commission Expires Jan 27, 1978



RECEIVED at the office of the Secretary of State,  
this the 28<sup>th</sup> day of May, 1976, together with  
the sum of \$ 20.00, deposited to cover the recording fee,  
and referred to the Attorney General for his opinion.

  
SECRETARY OF STATE

Jackson, Mississippi,  
May 28, 1976

I have examined this application for a charter of  
incorporation and am of the opinion that it is not violative  
of the Constitution and laws of the State, or of the  
United States.

  
ATTORNEY GENERAL

BY:   
Assistant Attorney General



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BANK OF THE SOUTH

CRYSTAL SPRINGS, COPIAH COUNTY, MISSISSIPPI

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 31st day of May A. D., 1976.



*Cliff Fuchs*

By the Governor

*Heber Ladner*

Secretary of State

# State of Mississippi

## Department of Bank Supervision



**JACKSON**

*The within and foregoing Charter of Incorporation of*

**BANK OF THE SOUTH**

Crystal Springs, Copiah County, Mississippi

*is here approved.*

*In testimony whereof, I have hereunto set my hand and caused the Seal of the Department of Bank Supervision State of Mississippi to be affixed, this the 31st day of May 19 76*



*James H. Mendenhall*  
STATE COMPTROLLER  
DEPARTMENT OF BANK SUPERVISION  
STATE OF MISSISSIPPI



JAMES H. MEANS  
STATE COMPTROLLER

DEPARTMENT OF  
BANK SUPERVISION  
STATE OF MISSISSIPPI  
P. O. BOX 731  
JACKSON 39205

BOOK 226 PAGE 171

TEL. NO. 601-354-6106

CERTIFICATE OF AUTHORITY  
TO INCORPORATE AND ORGANIZE

I, James H. Means, State Comptroller, Department of Bank Supervision, State of Mississippi, do hereby authorize the prospective incorporators of the Bank of the South, Crystal Springs, Copiah County, Mississippi, to proceed to incorporate and organize the Bank of the South as provided by Section 81-3-7, Mississippi Code of 1972, Annotated.

This certificate is issued in accordance with the order and direction of the Banking Board, State of Mississippi, in its written decision and opinion of May 5, 1976, as provided by Section 81-3-13, Mississippi Code of 1972, Annotated.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF  
OFFICE This the 31st day of May 1976.



*James H. Means*

James H. Means  
State Comptroller  
Department of Bank Supervision  
State of Mississippi

FURTHER AMENDED  
CERTIFICATE OF INCORPORATION

OF

## BANK OF THE SOUTH

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the provisions of Title 81, Chapter 3, Mississippi Code of 1972, adopt the following Articles of Incorporation for such corporation:

**FIRST:** The name of the corporation is **BANK OF THE SOUTH**.

The corporation will be domiciled and conduct its business in Crystal Springs, Mississippi.

**SECOND:** The period of its duration is ninety-nine (99) years.

**THIRD:** The specific purpose or purposes for which the corporation is organized stated in general terms are:

The general nature of the business is to conduct the business of a commercial bank, savings bank and trust company, as hereinafter set forth, in and as separate or different departments of said bank.

To do, conduct and transact generally the business of a commercial bank and to do all things and exercise all powers and perform all functions which a commercial bank is authorized or empowered to do, exercise or perform under and by virtue of the laws of the State of Mississippi, or which it may be by law hereafter authorized to do, exercise or perform; to receive deposits of money, deal in commercial paper, to make loans thereon, lend money on real or personal property, discount bills, notes or other commercial paper and to buy and sell securities, gold and silver bullion, foreign coins or bills of exchange, and to do all the things herein as such commercial bank and insofar as is consistent with the laws of the State of Mississippi.

To do, conduct and transact the business of a savings bank, and to do all things, exercise all powers and perform all functions which a savings bank is authorized or empowered to do, exercise or perform under and by virtue of the laws of the State of Mississippi, or which it may be by law hereafter authorized to do, exercise or perform; to accumulate and lend the funds of its stockholders and depositors; receive deposits of money; lend, invest and collect the same with interest; to repay depositors with or without interest; invest such funds in such property, securities and obligations as are or may be prescribed or permitted by the laws of the State of Mississippi; to declare and pay a stipulated rate of interest on deposits made for a stated period, or upon special terms, and to do all the things herein as such savings bank and insofar as is consistent with the laws of the State of Mississippi.

To do, conduct and transact generally the business of a trust company and to do all things, exercise all powers and perform all functions which a trust company is authorized or empowered to do, exercise or perform under and by virtue of the laws of the State of Mississippi, or which it may be by law hereafter authorized to do, exercise or perform; to accept and execute all such trusts and perform such duties of every description as may be committed to it by any person, firm or corporation or that may be committed or transferred to it by order of any court of record; to receive money in trust, take and accept by grant, assignment, transfer, devise or bequest, and hold any real or personal estate or trusts according to the laws of the State of Mississippi or any other State or of the United States, and to execute such legal trusts in regard to the same, on such terms as may be directed or agreed upon thereto; to act as agent for the investment of money or the management of property for other persons, and as agent for persons and corporations for the purpose of issuing, registering, transferring or countersigning the certificates of stock, bonds or other evidences of debt of any corporation, association, municipality, state, county or public authority on such terms as may be agreed upon; to act as guardian for any minor or insane person under the appointment of any court of record having jurisdiction of the person or estate of such minor or insane person; to act as administrator or executor of the estate of any deceased person; to act as agent or attorney in fact and as commissioner for the sale of property, both real and personal; to act as assignee or receiver or as trustee in mortgages or bond issues or in any other fiduciary capacity authorized by law. To accept trust funds or other property upon specially agreed terms and pay or deliver the same to the owners, beneficiaries or others as the case may be, when and as the same should be paid or delivered according to the terms of the trust agreement under which it is held, and to do all things herein as such trust company and insofar as is consistent with the laws of the State of Mississippi.

To conduct a safe deposit business, and in the conduct of said safe deposit business to store and hold for others personal property and securities with or without compensation, and to maintain vaults and safes and receptacles therein for the storage, safe-depositing and safe-keeping of personal property and securities, and to rent and hire such safes and receptacles to others upon such terms and conditions as it may deem advisable.

To establish, maintain and conduct a branch or branches of the commercial department, savings department, trust department, safe deposit department or either or any of said departments, in accordance with the laws of the State of Mississippi.

To make application for membership in the Federal Reserve System whereby to purchase and hold stock in a designated Federal Reserve Bank in the Federal Reserve System, or to make the required deposit in a designated Federal Reserve Bank of the Federal Reserve System, in place of purchase of stock therein, and to comply with the requirements of the Federal Reserve Act and the regulations of the

Board of Governors of the Federal Reserve System made in pursuance thereof and generally to furnish all necessary papers and documents and perform all acts necessary whereby to attain membership in said Federal Reserve System, or to apply for insurance of deposits with the Federal Deposit Insurance Corporation.

To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of the objects or the furtherance of any of the powers herein set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, thing or things incidental or appurtenant or growing out of or connected with the aforesaid businesses or powers, or any part or parts thereof, provided the same is not inconsistent with the laws of the State of Mississippi; to borrow money and to make and issue bonds, notes, debentures, obligations and evidences of indebtedness of all kinds, whether secured or unsecured, without limit as to the amount, provided the same be not inconsistent with the laws of the State of Mississippi; and generally to make and perform agreements and contracts of every kind and description, and to purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, rent, convey, mortgage or otherwise own, deal in or dispose of lands and leaseholds, and any interest, estate and rights in real property, and any personal or mixed property, and any franchises, rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed; to acquire by purchase, subscription, or otherwise, and to hold for investment or otherwise, and to use, sell, assign, transfer, mortgage, pledge or otherwise deal with or dispose of stocks, bonds or other obligations or securities of any corporation or corporations; to merge or consolidate with any corporation in such manner as may be permitted by law; to do any other acts or things for the preservation, protection, improvement or enhancement of the value of its own stock or the stock of other corporations, or bonds or other obligations, or to do any acts or things designed for any such purpose, and while the owner of such stocks, bonds or other obligations to exercise any and all voting powers thereon.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 40,000 shares of common capital stock (one class only) of the par value of Ten Dollars (\$10.00) per share. Said shares shall be sold for Twenty Dollars (\$20.00) per share and the capital structure when all shares have been issued and paid will be \$400,000.00 capital, \$200,000.00 surplus, and \$200,000.00 undivided profits.

FIFTH: The corporation will not commence business until consideration of the value of at least Eight Hundred Thousand Dollars (\$800,000.00) has been received for the issuance of shares.

SIXTH: Shareholders of the corporation shall not have a preemptive right to acquire additional or treasury shares of the corporation.

SEVENTH: The post office address of its initial registered office is Suite 1500, Deposit Guaranty Plaza, Jackson, Mississippi, and the name of its initial registered agent at such address is Rubel L. Phillips.

EIGHTH: The number of directors constituting the initial board of directors of the corporation (which must not be less than five) is five (5) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Mrs. Catherine Bracken	Lilly Road Gallman, Mississippi
Thomas M. Heard	P.O. Box 283 Church Street Gallman, Mississippi
Ray T. Bracken	Route 1, Box 118A Terry, Mississippi
Perry Blocker	1907 Longwood Drive Jackson, Mississippi
Larry Grantham	208 Janet Street Crystal Springs, Mississippi

NINTH: The name and post office address of each incorporator and the number of shares of the common capital stock to which each has subscribed is:

<u>NAME</u>	<u>ADDRESS</u>	<u>No. of Shares</u>
Mrs. Catherine Bracken	Lilly Road Gallman, Ms.	4,000
Thomas M. Heard	P. O. Box 283 Church Street Gallman, Ms.	4,000
Ray T. Bracken	Route 1, Box 118A Terry, Ms.	4,000
Perry Blocker	1907 Longwood Dr. Jackson, Ms.	4,000
Larry Grantham	208 Janet Street Crystal Springs, Ms.	4,000

WITNESS OUR SIGNATURES, this the 31st day of December,  
~~XXXX~~ 1975.

Mrs Catherine Bracken  
MRS. CATHERINE BRACKEN

Thomas M. Heard  
THOMAS M. HEARD

Ray T. Bracken  
RAY T. BRACKEN

Perry Blocker  
PERRY BLOCKER

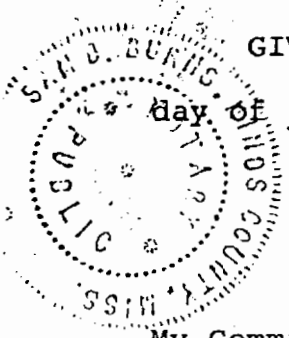
Larry Grantham  
LARRY GRANTHAM

STATE OF MISSISSIPPI

COUNTY OF Hinds

Personally appeared before me, the undersigned authority in and for the jurisdiction above mentioned, Mrs. Catherine Bracken, who, being first duly sworn, acknowledged on oath that she executed the foregoing Articles of Incorporation on the date therein set forth.

GIVEN UNDER MY HAND and official seal on this the 31st day of December, ~~XXXX~~ 1975.



Sam Burns  
NOTARY PUBLIC

My Commission Expires:

My Commission Expires Sept. 24, 1979

STATE OF MISSISSIPPI

COUNTY OF Hinds

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Thomas M. Heard, who, being first duly sworn, acknowledged on oath that he executed



the foregoing Articles of Incorporation on the date therein set forth.

GIVEN UNDER MY HAND and official seal, this the 31<sup>st</sup> day of December, ~~XXXX~~ 1975.



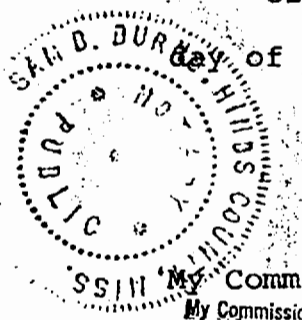
Sam Burns  
NOTARY PUBLIC

My Commission Expires:  
My Commission Expires Sept. 24, 1979

STATE OF MISSISSIPPI  
COUNTY OF Hinds

Personally appeared before me, the undersigned authority in and for the jurisdiction above mentioned, Ray T. Bracken, who, being first duly sworn, acknowledged on oath that he executed the foregoing Articles of Incorporation on the date therein set forth.

GIVEN UNDER MY HAND and official seal, this the 31<sup>st</sup> day of December, ~~XXXX~~ 1975.



Sam Burns  
NOTARY PUBLIC

My Commission Expires:  
My Commission Expires Sept. 24, 1979

STATE OF MISSISSIPPI  
COUNTY OF Hinds

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Perry Blocker, who, being first duly sworn, acknowledged on oath that he executed the foregoing Articles of Incorporation on the date therein set forth.

GIVEN UNDER MY HAND and official seal on this the 31<sup>st</sup> day of December, ~~XXXX~~ 1975.



Sam Burns  
NOTARY PUBLIC

My Commission Expires:  
My Commission Expires Sept. 24, 1979

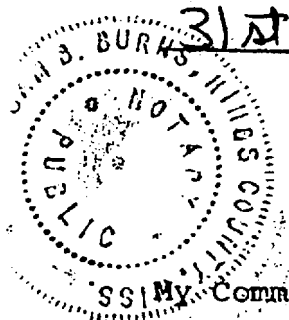
STATE OF MISSISSIPPI

COUNTY OF Hinds

Personally appeared before me, the undersigned authority in and for the jurisdiction above mentioned, Larry Grantham, who, being first duly sworn, acknowledged on oath that he executed the foregoing Articles of Incorporation on the date therein set forth.

GIVEN UNDER MY HAND and official seal on this the

31st day of December, ~~1976~~ 1975.



Sam Burns  
NOTARY PUBLIC

My Commission Expires:

My Commission Expires Sept. 24, 1979

Received at the office of the Secretary of State, this the 31<sup>st</sup> day of May

A. D., 1976, together with the sum of \$500.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Robert Parker  
SECRETARY OF STATE.

Jackson, Miss..

May 31, 1976

I have examined this \_\_\_\_\_ Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. O. Summer  
ATTORNEY GENERAL

By W. J. Coleman  
Attorney General.  
Deputy

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE SOUTHERN TILE, TERRAZZO AND MARBLE CONTRACTORS ASSOCIATION

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 31st day of May A. D., 1976.



*Calvin T. Tucker*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State

CERTIFIED COPY OF RESOLUTION  
TO INCORPORATE THE SOUTHERN  
TILE, TERRAZZO AND MARBLE  
CONTRACTORS ASSOCIATION

THIS IS TO CERTIFY THAT THE FOLLOWING IS AN EXCERPT FROM THE LAST MEETING OF THE BOARD OF DIRECTORS, AND THE MEMBERSHIP OF THE ASSOCIATION AT LARGE, AND PRESENTLY EXISTING FOR THE SOUTHERN TILE, TERRAZZO AND MARBLE CONTRACTORS ASSOCIATION, HAVING MET ON THE DATE OF MARCH 6, 1976, AND BEING, TO-WIT:

"...THE MEMBERSHIP, AT LARGE, HAVING REQUESTED AND VOTED UNANIMOUSLY, THAT JOE DECOIL, MEMBER, MAKE THE MOTION TO THE ACTING BOARD OF DIRECTORS, TO EMPOWER THE EXECUTIVE COMMITTEE TO DRAW A CONSTITUTION AND BY-LAWS FOR THIS ASSOCIATION, AND TO UTILIZE WHATEVER MEANS AND THINGS NECESSARY TO CHARTER THIS ASSOCIATION IN THE STATE OF MISSISSIPPI, AS A NON-PROFIT CORPORATION....."

SAID MOTION HAVING BEEN DULY SECONDED BY ANOTHER MEMBER OF THE ASSOCIATION HEREIN, AND THE APPROVAL OF THE ACTING BOARD HAVING BEEN GIVEN, THE VOTE OF THE MEMBERSHIP AT LARGE WAS UNANIMOUSLY IN FAVOR THEREOF.

WITNESS THIS MY SIGNATURE AND CERTIFICATION OF THE ABOVE AND FOREGOING STATEMENTS AND EXCERPT FROM THE MINUTES OF THE MEETING AFORESAID, AND THE RESULTS THAT MR. C. KATSABOULAS, MR. JIM CONWAY, AND MR. JOE A. TARVER, ALL ADULT BONA FIDE RESIDENT CITIZENS OF THE STATE OF MISSISSIPPI PROCEED TO CHARTER THIS ASSOCIATION IN THE STATE OF MISSISSIPPI, AS AFORESAID, THIS THE 26th DAY OF May, 1976.

*Joe A. Tarver*

JOE A. TARVER - ACTING EXECUTIVE SECRETARY FOR THE SOUTHERN TILE, TERRAZZO, AND MARBLE CONTRACTORS ASSOCIATION



SWORN TO AND SUBSCRIBED BEFORE ME THIS THE 26th DAY OF

May, 1976.

12/1/78  
MY COMMISSION EXPIRES:

*L. D. Agnew*  
NOTARY PUBLIC

THE CHARTER OF INCORPORATION OF THE SOUTHERN TILE,  
TERRAZZO AND MARBLE CONTRACTORS  
ASSOCIATION, INCORPORATED

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---

WE, THE UNDERSIGNED NATURAL PERSONS, ALL OF SAME BEING ACTUAL ADULT BONA FIDE RESIDENT CITIZENS OF THE STATE OF MISSISSIPPI, AND ACTING AS INCORPORATORS OF A NON-PROFIT CORPORATION, UNDER AND BY VIRTUE OF THE LAWS OF THE STATE OF MISSISSIPPI, DO HEREBY SET FORTH THE FOLLOWING FACTS, TO-WIT:

ONE: THAT THE CORPORATE TITLE OF SAID CORPORATION IS TO BE THE SOUTHERN TILE, TERRAZZO AND MARBLE CONTRACTORS ASSOCIATION.

TWO: THAT THE NAMES, STREET ADDRESS AND POST OFFICE ADDRESS OF THE RESPECTIVE INCORPORATORS, ARE AS FOLLOWS:

- A. MR. C. KATSABOULAS  
KATSABOULAS TILE COMPANY  
POST OFFICE DRAWER 3709  
JACKSON, MISSISSIPPI 39207  
  
2406 SOUTHWOOD ROAD  
JACKSON, MISSISSIPPI 39211
- B. MR. JOE A. TARVER  
S.T.T.M.C.A.  
POST OFFICE BOX 20445  
JACKSON, MISSISSIPPI 39209  
  
1005 VOORHEES AVENUE  
JACKSON, MISSISSIPPI 39209
- C. MR. JIM CONWAY  
808 EAST LEAKE  
CLINTON, MISSISSIPPI 39056

THREE: THAT THE DOMICILE OF THE CORPORATION IS IN THIS STATE, HAVING ITS STREET ADDRESS LISTED AS: 1005 VOORHEES AVENUE, JACKSON, MISSISSIPPI 39209; AND HAVING ITS POST OFFICE ADDRESS LISTED AS: POST OFFICE BOX 20445, JACKSON, MISSISSIPPI 39209.

FOUR: THAT THE CORPORATION INVOLVED HEREIN IS TO BE A NON-PROFIT CORPORATION, AND THAT NO SHARES OF STOCK ARE TO BE ISSUED AND THIS NON-PROFIT CORPORATION IS AN ASSOCIATION FOR TILE, TERRAZZO AND MARBLE CONTRACTORS, BEING A COMBINATION OF TILE, TERRAZZO AND MARBLE MECHANICS ASSOCIATION, THUS BEING A

TYPE OF CORPORATION AS SET FORTH IN SECTION 79-11-1 OF THE MISSISSIPPI CODE OF 1972, ANNOTATED.

FIVE: THAT THE PERIOD OF EXISTENCE OF THE NONPROFIT CORPORATION INVOLVED HEREIN IS TO BE PERPETUAL, FROM THE DATE OF ITS GRANTED CHARTER BY THE STATE OF MISSISSIPPI.

SIX: THAT THE PURPOSE OF THIS ASSOCIATION SHALL BE TO FURTHER THE ADVANCEMENT AND USE OF TILE IN THE BUILDING INDUSTRY; TO PROMOTE FAIR AND HONORABLE BUSINESS STANDARDS AMONG THE MEMBERS OF THE ASSOCIATION; TO ESTABLISH A MEDIUM FOR THE INTERCHANGE OF IDEAS; TO MAINTAIN STANDARDS OF WORKMANSHIP FOR THE PROTECTION OF THE PUBLIC; TO ESTABLISH HARMONIOUS RELATIONS WITH LABOR, CONTRACTORS, AND THE PUBLIC; TO KEEP THE PUBLIC INFORMED ON PROPER USE OF TILE; AND TO ENCOURAGE AND PROMOTE NEW DEVELOPMENTS AND DESIGNS AND THE SKILLFUL TRAINING OF MECHANICS.

SEVEN: THAT THIS CORPORATE ASSOCIATION SHALL ISSUE NO SHARES OF STOCK, SHALL DIVIDE NO DIVIDENDS OR PROFITS AMONG THEIR MEMBERS, SHALL MAKE EXPULSION THE ONLY REMEDY FOR NON-PAYMENT OF DUES, SHALL VEST IN EACH MEMBER THE RIGHT TO ONE VOTE IN THE ELECTION OF ALL OFFICERS, SHALL MAKE THE LOSS OF MEMBERSHIP, BY DEATH OR OTHERWISE, THE TERMINATION OF ALL INTEREST OF SUCH MEMBERS IN THE CORPORATE ASSETS, AND THERE SHALL BE NO INDIVIDUAL LIABILITIES AGAINST THE MEMBERS FOR CORPORATE DEBTS, BUT THE ENTIRE CORPORATE PROPERTY SHALL BE LIABLE FOR THE CLAIMS OF THE CREDITORS.

EIGHT: THAT THIS APPLICATION AND CHARTER HAS BEEN DULY ORIGINATED BY THE PRESENT BOARD OF DIRECTORS OF THE SOUTHERN TILE, TERRAZZO AND MARBLE CONTRACTORS ASSOCIATION, AT ITS REGULAR MEETING, OF MARCH 6, 1976, AS PER THE MOTION BY JOE DeCOIL, MEMBER OF THE BOARD, "THAT THE BOARD OF DIRECTORS EMPOWER THE EXECUTIVE COMMITTEE TO DRAW A CONSTITUTION AND BY-LAWS UP AND TO UTILIZE WHATEVER MEANS AND THINGS NECESSARY TO CHARTER THE ASSOCIATION IN THE STATE OF MISSISSIPPI.", SAID MOTION HAVING BEEN SECONDED BY RUSSELL LEE, BOARD MEMBER, AND THE VOTE THEREON HAVING BEEN UNANIMOUS. ALL OF THE AFORESAID BEING EVIDENCED BY THE ACTUAL EXCERT ATTACHED HERETO, AND CERTIFIED BY THE EXECUTIVE SECRETARY OF THE ASSOCIATION, AND

BEING ATTACHED HERETO, AND REQUESTED TO BE CONSIDERED A PART  
HEREOF, AS THOUGH COPIED FULLY HEREIN IN WORDS AND FIGURES,  
AND BEING MARKED EXHIBIT A.

WITNESS OUR SIGNATURES THIS THE 26th DAY OF May,  
1976.

C Katsaboulas

C. KATSABOULAS - INCORPORATOR

Joe A. Tarver

JOE A. TARVER- INCORPORATOR

Jim Conway

JIM CONWAY- INCORPORATOR

STATE OF MISSISSIPPI  
COUNTY OF HINDS

PERSONALLY APPEARED BEFORE ME, THE UNDERSIGNED AUTHORITY,  
IN AND FOR THE JURISDICTION AFORESAID, THIS DATE, THE WITHIN NAMED  
C. KATSABOULAS, JOE A. TARVER AND JIM CONWAY, INCORPORATORS IN AND  
FOR THE SOUTHERN TILE, TERRAZZO AND MARBLE CONTRACTORS ASSOCIATION,  
ALL OF SAME BEING KNOWN BY ME, AND BEING KNOWN TO BE THE PERSONS  
REPRESENTED HEREIN, AND HAVING ACKNOWLEDGE AND SIGNED THE ABOVE  
AND FOREGOING CHARTER OF INCORPORATION FOR A NONPROFIT CORPORATION,  
IN MY PRESENCE, STATING UNDER THEIR OATH, THAT ALL THE MATTERS AND  
THINGS AS SET FORTH THEREIN ARE TRUE AND CORRECT AS THEREIN STATED.

C Katsaboulas

C. KATSABOULAS- INCORPORATOR

Joe A. Tarver

JOE A. TARVER- INCORPORATOR.

Jim Conway

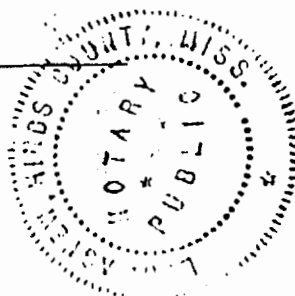
JIM CONWAY- INCORPORATOR

SWORN TO AND SUBSCRIBED BEFORE ME THIS THE 26th DAY OF  
May, 1976.

L. B. Brown  
NOTARY PUBLIC

MY COMMISSION EXPIRES:

10/15/78





Received at the office of the Secretary of State, this the 26<sup>th</sup> day of May

A. D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*Haley Parker*

SECRETARY OF STATE.

Jackson, Miss.,

MAY 27, 1976

I have examined this APPLICATION FOR A Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

*A.F. Sumner*

ATTORNEY GENERAL

By *Georgem. Swindell*

Assistant Attorney General.

BOOK 226 PAGE 186

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# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE CAPITOL "J" SMOKE BLOWERS, C. Bers', INCORPORATED

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 3rd day of June A. D., 1976.

*Calvin Fischer*

Governor

By the Governor

*Heber Ladner*

Secretary of State



R E S O L U T I O N

WHEREAS, The Capitol "J" Smoke Blowers, C. Bers', Incorporated, is now a voluntary and non-profit, unincorporated organization, composed of persons who have associated themselves together for the purpose of sponsoring and encouraging charitable, social and civic work; and

WHEREAS, after thorough investigation and discussion in meeting assembled, this organization finds that incorporation will entitle said organization to financial, organizational and other advantages not now enjoyed, and will facilitate the accomplishment of the purposes of the organization; and

WHEREAS, the members of this organization further find that the organization should be incorporated forthwith as a non-profit corporation under and by virtue of the laws of the State of Mississippi; now therefore,

BE IT RESOLVED by The Capitol "J" Smoke Blowers, C. Bers', Incorporated, in a meeting duly called and held on the 21st day of May, 1976 at Jackson, Mississippi, that:

Section 1. Warren Harper, Bobby Jenkins and Oscar Bradley, be and they are hereby authorized and directed to proceed forthwith to take all actions and do all things necessary to incorporate The Capitol "J" Smoke Blowers, C. Bers', Incorporated, a non-profit corporation under the laws of the State of Mississippi, and to act as the incorporators thereof.

Section 2. The corporate title of the corporation herein authorized shall be: "THE CAPITOL "J" SMOKE BLOWERS, C. Bers', INCORPORATED".

Section 3. The domicile of said corporation shall be at 507<sup>1</sup>/<sub>2</sub> North Farish Street, Jackson, First Judicial District of Hinds County, Mississippi 39202.

Section 4. The purpose and powers of the said corporation shall be as set forth in the copy of the proposed Charter of Incorporation, a copy of which is attached hereto

as "Exhibit A" and is adopted herein by reference, as fully as if copied herein in words and figures.

C E R T I F I C A T E

I, Warren Harper, one of the Incorporators of The Capitol "J" Smoke Blowers, C. Bers', Incorporated, do hereby certify that the above and foregoing Resolution is a true and correct copy of a certain Resolution adopted by The Capitol "J" Smoke Blowers, C. Bers', Incorporated, in a meeting duly called and assembled on the 21st day of May, 1976, at which meeting all of the membership was present and participating. That said Resolution is incorporated in the Minutes of the corporation.

Witness my signature on this 21 day of May, 1976.

Warren Harper

THE CHARTER OF INCORPORATION  
OF

THE CAPITOL "J" SMOKE BLOWERS, C. Bers', INCORPORATED

\* \* \*

1. The corporate title of said corporation is THE CAPITOL "J" SMOKE BLOWERS, C. Bers', INCORPORATED.

2. The names and incorporators, all of whom are members of the organization and are adult resident citizens of the State of Mississippi are:

WARREN HARPER, whose post office address and street address are - 319 Post Oak Road, Jackson, Mississippi 39206

BOBBY JENKINS, whose post office address and street address are - 160 Abram Ford Drive, Jackson, Mississippi 39213

OSCAR BARDLEY, whose post office address and street address are - 454 Roosevelt Circle, Jackson, Mississippi

3. The domicile of the corporation is at 507½ North Farish Street, Jackson, Mississippi 39202.

4. This is a non-profit corporation and no shares of stock shall be issued. This corporation is created and shall operate and act as a charitable, social and civic corporation.

5. The period of existence shall be perpetual.

6. The purposes for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated are as follows:

(a) To receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom or the principal thereof exclusively

for charitable, social or civic improvement purposes, directly, or by contributions to organizations that qualify as exempt organizations under the Internal Revenue Code and its regulations.

(b) Specifically, to promote the intent of members in the field of communication by the dissemination of information regarding new developments in the field of Citizens Band Radio, and the creation of positive and congenial relationships between citizens of the State of Mississippi who use the airwaves by way of Citizens Bank equipment; to cultivate fraternal and charitable ideals among the members so as to aid and protect citizens and their property by the efforts of the Citizens<sup>B</sup> Band and related equipment, and to serve as a social outlet for members; to assist other clubs and organizations in their efforts to achieve goals stated above. The members of the corporation may organize themselves into local chapters in various communities, and as such local chapter, affiliate with the corporation as such.

(c) All assets of the corporation shall be principally and directly dedicated exclusively to the above stated social and civic improvement work. The corporation shall not engage in business activities for profit and no part of any net earnings of the corporation shall inure to the benefit of any member, director or officer of the corporation, or any private individual, save and except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes, and no member, director or officer of the corporation, or private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

No part of the activities of the corporation shall be the carrying on or propaganda, or otherwise attempting to influence legislation.

(d) Notwithstanding any other provisions of these Articles, the corporation shall not conduct or carry on any activities not permitted by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or by any organization contributions to which are deductible under Section 170(c)(2) of such Code and regulations. Upon the dissolution of the corporation, the assets of the corporation shall be distributed exclusively to one or more charitable, social and civic organizations which would then qualify under Section 501(c)(3) of said Code and regulations.

(e) As a means of accomplishing the foregoing purposes, the corporation shall have the following powers:

(1) To adopt, amend, and alter by-laws of the corporation governing its internal affairs.

(2) To elect and appoint officers, agents, and employees consistent with said by-laws and this Charter and not in violation of State law.

(3) To accept, acquire, receive, take and hold by request, devise, grant, gift, purchase, exchange, lease, transfer, judicial order or decree, or otherwise, for any of its objects and purposes, any property, both immovable and movable, of whatever kind, nature or description and wherever situated.

(4) To sell, exchange, convey, mortgage, lease, transfer or otherwise dispose of any such property, both immovable and movable, as the objects and purposes of the corporation may require, subject to such limitations as may be prescribed by law.

(5) To borrow money, and, from time to time, to make, accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange, and other obligations of the corporation for property acquired or for any moneys borrowed or in payment for property acquired or for any of the other purposes of the corporation, and to



secure the payment of any such obligations by mortgage, pledge, deed of trust, indenture, agreement or other instrument of trust, or by other privileges upon assignment of, or agreement in regard to all or any part of the property, rights or privileges of the corporation, wherever situated, whether now owned or hereafter to be acquired.

(6) To invest and reinvest its funds in such stock common or preferred, bonds, debentures, mortgages, or in such other securities and property as may be provided for in the by-laws of the corporation, subject to the limitations and conditions contained in any bequest, devise, grant or gift, provided such limitations and conditions are not in conflict with the provisions of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

(7) In general, and subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers which are now or hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth, or reasonably necessary to the attainment of the purposes of the corporation, subject to the further limitation and condition that, notwithstanding any other provisions of these Articles, only such powers shall be exercised as are in furtherance of the tax-empt purposes of the corporation and as may be exercised by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended and by an organization contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

7. This corporation shall not be required to make publication of its Charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for the non-payment of dues, shall vest in each member the right to one (1) vote in the election of all officers, shall make the loss of membership by death, or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

Warren Harper  
WARREN HARPER

Bobby Jenkins  
BOBBY JENKINS

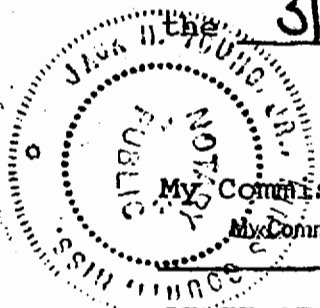
Oscar Bradley  
OSCAR BRADLEY

I N C O R P O R A T O R S

STATE OF MISSISSIPPI

COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, WARREN HARPER, one of the incorporators of the corporation known as THE CAPITOL "J" SMOKE BLOWERS, C. Bers', INCORPORATED, who acknowledged that he signed and executed the above and foregoing Articles of Incorporation as his act and deed on this the 31 day of May, 1976.



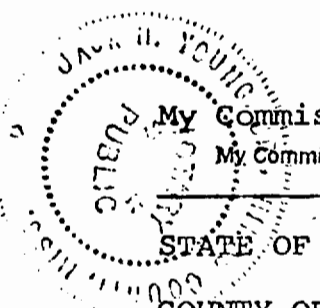
*Jack H. Young*  
Notary Public

My Commission expires:  
My Commission Expires May 27, 1976

STATE OF MISSISSIPPI

COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, BOBBY JENKINS, one of the incorporators of the corporation known as THE CAPITOL "J" SMOKE BLOWERS, C. Bers', INCORPORATED, who acknowledged that he signed and executed the above and foregoing Articles of Incorporation as his act and deed on this the 31 day of May, 1976.



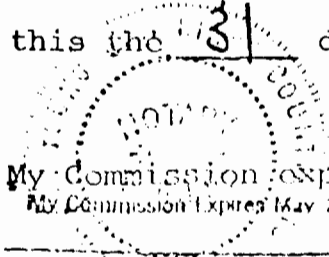
*Jack H. Young*  
Notary Public

My Commission expires:  
My Commission Expires May 27, 1976

STATE OF MISSISSIPPI

COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, OSCAR BRADLEY, one of the incorporators of the corporation known as THE CAPITOL "J" SMOKE BLOWERS, C. Bers', INCORPORATED, who acknowledged that he signed and executed the above and foregoing Articles of Incorporation as his act and deed on this the 31 day of May, 1976.



*Jack H. Young*  
Notary Public

My Commission expires:  
My Commission Expires May 27, 1976

Received at the office of the Secretary of State, this the 3 day of June

A. D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

J. Hester Palmer  
SECRETARY OF STATE.

Jackson, Miss.,

JUNE 3, 1976

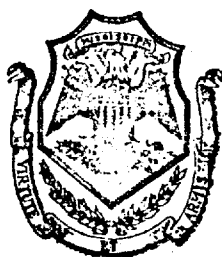
I have examined this Application for A Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. F. Sumner  
ATTORNEY GENERAL.

By George W. Swindell  
Assistant Attorney General.

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# State of Mississippi



Office of Secretary of State  
Jackson

*I, Heber Ladner, Secretary of State, do certify that the amendment hereto attached, amending the Charter of Incorporation of*

AMERICAN INTERSTATE INSURANCE COMPANY

*was pursuant to the provisions of the laws of Mississippi recorded in the Records of Incorporations in this office, in* PHOTOSTAT BOOK, NUMBER TWO HUNDRED TWENTY SIX, PAGES 197 - 200.

*Given under my hand and Seal of office hereunto affixed, this 3rd day of June, 1976.*

*Heber Ladner*

SECRETARY OF STATE



(TO BE EXECUTED IN DUPLICATE)

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF

AMERICAN INTERSTATE INSURANCE COMPANY

Pursuant to the provisions of Section 61 of the Mississippi Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of this corporation is American Interstate Insurance Company

---

SECOND: The following amendment of the Articles of Incorporation was adopted by the shareholders of the corporation on June 2 19 76, in the manner prescribed by the Mississippi Business Corporation Act:

(Insert Amendment)

FIFTH: The corporation will not commence business without minimum capital assets of \$200,000 and minimum surplus assets of \$450,000, unless it shall, initially, elect to commence the business of title insurance and, in such case, the company may begin business with minimum capital assets of \$150,000 and minimum surplus assets of \$75,000.

SECOND:

21. To write title insurance and to insure any other risks, guaranties, or other, not included herein and, which may arise hereinafter. Further, to have the right to do any and all things necessary, incidental and proper in the operation of said insurance company, and the right to enjoy all rights, powers, privileges, and authority conferred upon insurance companies by the Laws of the State of Mississippi.

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 10,000; and the number of shares entitled to vote thereon was 10,000

FOURTH: The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

Class	(Note 1)	Number of Shares
Common		10,000

FIFTH: The number of shares voted for such amendment was 10,000; and the number of shares voted against such amendment was none

SIXTH: The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was:

Class	(Note 1)	Number of Shares Voted	
		For	Against
Common		10,000	none

SEVENTH: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows: (Note 2)

NA

EIGHTH: The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital (expressed in dollars) as changed by such amendment, are as follows: (Note 2)

none

Dated June 3, 1976

AMERICAN INTERSTATE INSURANCE COMPANY  
(Exact Corporate Title)

By [Signature]  
Its \_\_\_\_\_ President

By [Signature]  
Its \_\_\_\_\_ Secretary

- Notes: 1. If inapplicable, insert "None".
- 2. If inapplicable, insert "No Change".

STATE OF MISSISSIPPI  
COUNTY OF HINDS } SS.

I, \_\_\_\_\_, a notary public, do hereby certify that on this 3rd day of June, 1976, personally appeared before me \_\_\_\_\_ G. Bryan, who, being by me first duly sworn, declared that he is the President of American Interstate Insurance Company, that he executed the foregoing document as President of the corporation, and that the statements therein contained are true.

[Signature]  
Notary Public



My Commission Expires March 12, 1979



APPROVED  
GEORGE DALE  
COMMISSIONER OF INSURANCE  
BY: [Signature]  
DATE: 6-3-76



# State of Mississippi

EXECUTIVE



OFFICE

Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of*

MISSISSIPPI SPECIAL OLYMPICS, INC.

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 4th day of June A. D., 1976.*

*Attest:*

*Heber Ladner*  
Secretary of State.

*Calvin T. Tucker*  
Governor.

RESOLUTION OF MISSISSIPPI SPECIAL OLYMPICS, INC.  
TO  
AMEND CHARTER OF INCORPORATION

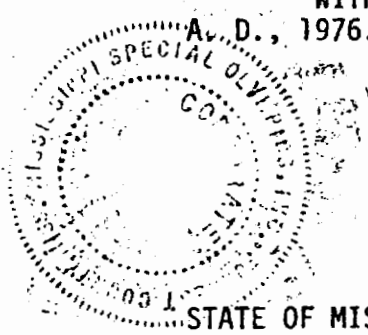
BE IT RESOLVED by the members of MISSISSIPPI SPECIAL OLYMPICS, INC., that it is to the best interest of the corporation that it continue as a non-profit corporation under the laws of the State of Mississippi applicable thereto, and that the charter be amended to add the following paragraph to the charter:

8. In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local governments for exclusive public purpose.

WITNESS MY SIGNATURE on this, the 27<sup>TH</sup> day of April, A. D., 1976.

MISSISSIPPI SPECIAL OLYMPICS, INC.

BY: Walter E. Cooper  
WALTER E. COOPER, PRESIDENT

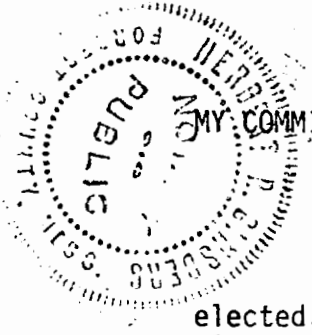


STATE OF MISSISSIPPI  
COUNTY OF FORREST

PERSONALLY appeared before me, the undersigned authority in and for said County and State, the within named WALTER E. COOPER, who acknowledged that he is President of Mississippi Special Olympics, Inc., and that he signed and executed the above document on this the 27<sup>th</sup> day of April, A. D., 1976, for and on behalf of said MISSISSIPPI SPECIAL OLYMPICS, INC.

Herbert D. Rinsberg  
NOTARY PUBLIC

MY COMMISSION EXPIRES: July 8, 1979



CERTIFICATE

I, Joe D. Cracraft, do hereby certify that I am the duly elected, qualified and acting Secretary-Treasurer of MISSISSIPPI SPECIAL OLYMPICS, INC., and that the foregoing is a true and correct copy of the resolution duly and properly adopted at a meeting thereof held on the 27th day of April, A. D., 1976, at the University of Southern Mississippi, and which a majority of the members were present and said meeting was duly and properly called and held.

WITNESS my signature on this, the 27<sup>TH</sup> day of April, A. D., 1976.

Joe D. Cracraft  
JOE D. CRACRAFT, SECRETARY-TREASURER



ARTICLES OF AMENDMENT TO THE CHARTER OF INCORPORATION  
OF  
MISSISSIPPI SPECIAL OLYMPICS, INC.

Pursuant to the authority of Section 79-11-9 of the Mississippi Code of 1972, the undersigned corporation adopts the following articles of amendment to its charter:

1. The articles of incorporation are amended that the following paragraph be added to the charter as Paragraph numbered 8:

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local government for exclusive public purpose.

MISSISSIPPI SPECIAL OLYMPICS, INC.



BY: Joe D. Cracraft  
JOE D. CRACRAFT, SECRETARY-TREASURER

STATE OF MISSISSIPPI  
COUNTY OF FORREST

THIS day personally appeared before me, the undersigned authority in and for said County and State, JOE D. CRACRAFT, who acknowledged that he as SECRETARY-TREASURER of MISSISSIPPI SPECIAL OLYMPICS, INC., signed and delivered the above and foregoing Articles of Amendment for and on behalf of said Mississippi Special Olympics, Inc., on this the 27<sup>th</sup> day of May, A. D., 1976.

Herbert J. Fisher  
NOTARY PUBLIC

MY COMMISSION EXPIRES:  
July 8, 1979

Received at the office of the Secretary of State, this the 31<sup>ST</sup> day of May

A. D., 1976, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[Signature]  
SECRETARY OF STATE.

Jackson, Miss..

JUNE 1, 1976

I have examined this AMENDMENT TO THE Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A.F. Sumner  
ATTORNEY GENERAL

By George W. Smith  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

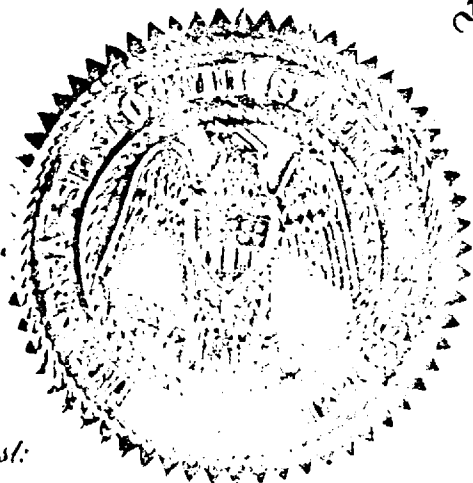
Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of*

NORTH MISSISSIPPI METHODIST HOME FOR THE AGING, INC.

*is hereby approved.*

*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 4th day of June A. D., 1976.*



Attest:

*Heber Ladner*

*Secretary of State.*

*Calvin Finch*

*Governor.*

RESOLUTION

WHEREAS, heretofore on the 1st day of March, 1962, a Charter of Incorporation was granted by the State of Mississippi to North Mississippi Methodist Home for the Aging, Inc., which Charter is recorded in Photostat Book 129 at Pages 17 through 21 of the records in the Office of the Secretary of State; and

WHEREAS, said Charter was amended on the 10th day of December, 1964, and said Amendment is recorded in Book 148, Pages 408 through 410 of the Records in the Office of the Secretary of State, and said Charter was further amended on the 8th day of May, 1973, with said Amendment being recorded at Book 204, Pages 500 through 502 of the records in the Office of the Secretary of State; and

WHEREAS, the Trustees in regular meeting assembled desire to further amend said Charter in order to meet certain requirements of the U. S. Department of Housing and Urban Development.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of North Mississippi Methodist Home for the Aging, Inc. that the following Amendment to the Charter of Incorporation be, and the same is hereby, adopted, to-wit:

AMENDMENT TO CHARTER OF INCORPORATION OF  
NORTH MISSISSIPPI METHODIST HOME FOR THE AGING, INC.

Paragraph Four of the Original Charter is hereby amended to provide as follows:

- (a) The Trustees of the Corporation are declared to be members of the Corporation, and such Trustees shall be elected by the North Mississippi Conference of the United Methodist Church as provided in the original

Charter. The Directors shall serve without compensation. Membership in the corporation shall be limited to individuals who are Trustees. The officers of the Corporation, as provided in the By-Laws of the Corporation shall be elected by the Trustees in the manner therein set out and shall serve until their successors are elected and have qualified. The Trustees shall elect the regular officers of the Corporation at the annual meeting for terms of one (1) year. The Secretary and Treasurer may be one and the same person and need not be a Trustee of the Corporation. Other officers must be Trustees of the Corporation. The annual meeting shall be held on the first Tuesday of December in each year.

- (b) The By-Laws of the Corporation may be amended by the Trustees at any regular meeting or at any special meeting called for that purpose so long as they are not inconsistent with the provisions of these Articles or of the Regulatory Agreements between the Corporation and the Secretary of Housing and Urban Development.
- (c) So long as a mortgage or deed of trust on the Corporation's property is insured or held by the Secretary of Housing and Urban Development, these Articles may not be amended without the prior written approval of said Secretary.
- (d) The Corporation is irrevocably dedicated to and operated exclusively for, nonprofit purposes; and no part of the income or assets of the corporation shall be distributed to, nor inure to the benefit of, any individual.

Paragraph Seven of the Original Charter is amended to add the following:

The Corporation is empowered:

- (a) To buy, own, sell, convey, assign, mortgage or lease any interest in real estate and personal property and to construct, maintain and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth in Paragraph Six hereof and all Amendments thereto.
- (b) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge or other lien on the Corporation's property.
- (c) To do and perform all acts reasonably necessary to accomplish the purposes of the Corporation, including the execution of a Regulatory Agreement with the Secretary of Housing and Urban Development, acting by and through the Federal Housing Commissioner, and of such other instruments and undertakings as may be necessary to enable the Corporation to secure the benefits of financing with the assistance of mortgage insurance under the provisions of the National Housing Act. Such Regulatory Agreement and other instruments and undertakings shall remain binding upon the Corporation, its successors and assigns, so long as a mortgage on the Corporation's property is insured or held by the Secretary of Housing and Urban Development.
- (d) In the event of the dissolution of the Corporation or the winding up of its affairs, or other liquidation



of its assets, the Corporation's property shall not be conveyed to any organization created or operated for profit or to any individual for less than the fair market value of such property, and all assets remaining after the payment of the Corporation's debts shall be conveyed or distributed only to an organization or organizations created and operated for nonprofit purposes similar to those of the Corporation; PROVIDED, however, that the Corporation shall at all times have the power to convey any or all of its property to the Secretary of Housing and Urban Development or his nominee.

Any prior provisions of Paragraph Seven in conflict with the above Amendment are hereby deleted.

IN WITNESS WHEREOF, North Mississippi Methodist Home for the Aging, Inc. has caused this Instrument to be executed by its duly authorized officers and its corporate seal affixed on this, the 26th day of May, 1976.

NORTH MISSISSIPPI METHODIST HOME  
FOR THE AGING, INC.

By s/ R. C. Simmons  
R. C. Simmons, Chairman

ATTEST:

s/Reid Dorr  
Reid Dorr, Secretary

STATE OF MISSISSIPPI

COUNTY OF LEE

Personally appeared before the undersigned authority R. C. Simmons and Reid Dorr, known to me to be the Chairman and Secretary, respectively, of the Board of Trustees of North Mississippi Methodist Home for the Aging, Inc., who acknowledged that they executed and delivered the above and foregoing Amendment to the Charter of Incorporation in their official capacities as the act and deed of said Corporation, being fully authorized so to do by Resolution of the Board of Trustees.

Given under my hand and seal of office, this, the 26th day of May, 1976.

s/Eula A. Ballard

NOTARY PUBLIC

My Commission Expires:

May 8, 1980

RESOLVED BY THE BOARD OF TRUSTEES of North Mississippi Methodist Home for the Aging, Inc., this, the 4th day of May, 1976.

CERTIFICATE

I, Reid Dorr, Secretary of the Board of Trustees of North Mississippi Methodist Home for the Aging, Inc., do hereby certify that the above is a true and correct copy of a Resolution which was duly adopted at a meeting of the Board of Trustees, which meeting was duly and legally held on the 4th day of May, 1976.

WITNESS my signature and the seal of said Corporation on this, the 26 day of May, 1976.



REID DORR



AMENDMENT TO CHARTER OF INCORPORATION OF  
NORTH MISSISSIPPI METHODIST HOME FOR THE AGING, INC.

Paragraph Four of the Original Charter is hereby amended to provide as follows:

- (a) The Trustees of the Corporation are declared to be members of the Corporation, and such Trustees shall be elected by the North Mississippi Conference of the United Methodist Church as provided in the original Charter. The Directors shall serve without compensation. Membership in the Corporation shall be limited to individuals who are Trustees. The officers of the Corporation, as provided in the By-Laws of the Corporation shall be elected by the Trustees in the manner therein set out and shall serve until their successors are elected and have qualified. The Trustees shall elect the regular officers of the Corporation at the annual meeting for terms of one (1) year. The Secretary and Treasurer may be one and the same person and need not be a Trustee of the Corporation. Other officers must be Trustees of the Corporation. The annual meeting shall be held on the first Tuesday of December in each year.
- (b) The By-Laws of the Corporation may be amended by the Trustees at any regular meeting or at any special meeting called for that purpose so long as they are not inconsistent with the provisions of these Articles or of the Regulatory Agreements between the Corporation and the Secretary of Housing and Urban Development.

- BOOK 200 PAGE 212
- (c) So long as a mortgage or deed of trust on the Corporation's property is insured or held by the Secretary of Housing and Urban Development, these Articles may not be amended without prior written approval of said Secretary.
  - (d) The Corporation is irrevocably dedicated to and operated exclusively for, non-profit purposes; and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of, any individual.

Paragraph Seven of the Original Charter is amended to add the following:

The Corporation is empowered:

- (a) To buy, own, sell, convey, assign, mortgage or lease any interest in real estate and personal property and to construct, maintain and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth in Paragraph Six hereof and all Amendments thereto.
- (b) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge or other lien on the Corporation's property.
- (c) To do and perform all acts reasonably necessary to accomplish the purposes of the Corporation, including the execution of a Regulatory Agreement with the Secretary of Housing and Urban Development, acting by and through the Federal Housing Commissioner, and of such other instruments and undertakings as may be necessary to enable the Corporation to secure the benefits of financing with the assistance of mortgage insurance under the provisions of the National Housing Act. Such Regulatory Agreement and other instruments

and undertakings shall remain binding upon the Corporation, its successors and assigns, so long as a mortgage on the Corporation's property is insured or held by the Secretary of Housing and Urban Development.

- (d) In the event of the dissolution of the Corporation or the winding up of its affairs, or other liquidation of its assets, the Corporation's property shall not be conveyed to any organization created or operated for profit or to any individual for less than the fair market value of such property, and all assets remaining after the payment of the Corporation's debts shall be conveyed or distributed only to an organization or organizations created and operated for nonprofit purposes similar to those of the Corporation; PROVIDED, however, that the Corporation shall at all times have the power to convey any or all of its property to the Secretary of Housing and Urban Development or his nominee.

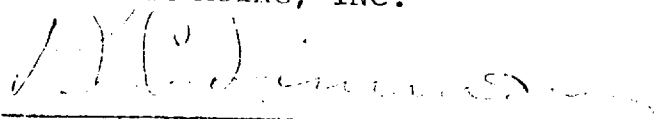
Any prior provisions of Paragraph Seven in conflict with the above Amendment are hereby deleted.

IN WITNESS WHEREOF, North Mississippi Methodist Home for the Aging, Inc. has caused this Instrument to be executed by its duly authorized officers and its corporate seal affixed on this, the

26<sup>th</sup> day of May, 1976.

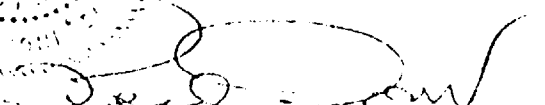
NORTH MISSISSIPPI METHODIST  
HOME FOR THE AGING, INC.

By



R. C. Simmons, Chairman

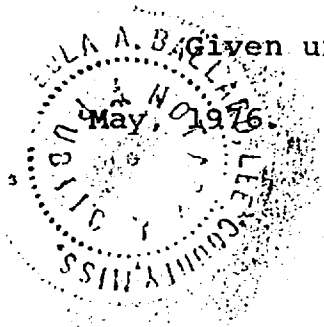


  
Reid Dorr, Secretary

STATE OF MISSISSIPPI

COUNTY OF LEE

Personally appeared before the undersigned authority R. C. Simmons and Reid Dorr, known to me to be the Chairman and Secretary, respectively, of the Board of Trustees of North Mississippi Methodist Home for the Aging, Inc., who acknowledged that they executed and delivered the above and foregoing Amendment to the Charter of Incorporation in their official capacities as the act and deed of said Corporation, being fully authorized so to do by Resolution of the Board of Trustees.



Given under my hand and seal of office, this, the 26 day of

Eula G. Ballard  
NOTARY PUBLIC

My Commission Expires:

May 8, 1980

Received at the office of the Secretary of State, this the 2<sup>nd</sup> day of June

A. D., 1976, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Palmer  
SECRETARY OF STATE.

Jackson, Miss.,

JUNE 2, 1976

I have examined this AMENDMENT TO THE Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. F. Summer  
ATTORNEY GENERAL.

By George W. Smith  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of*

METHODIST HOSPITAL OF MISSISSIPPI ANNUAL CONFERENCE

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 4th day of June A. D., 1976.*

*Calvin Finch*

Governor.

*Heber Ladner*  
Secretary of State.



CERTIFIED COPY OF RESOLUTION  
 ADOPTED BY  
METHODIST HOSPITAL OF MISSISSIPPI ANNUAL CONFERENCE  
AT A MEETING OF THE MEMBERS HELD ON  
May 25, 1976  
 AUTHORIZING AND DIRECTING THE AMENDMENT OF  
 THE CHARTER OF INCORPORATION OF  
METHODIST HOSPITAL OF MISSISSIPPI ANNUAL CONFERENCE

WHEREAS, in December, 1920, and November, 1924, the Mississippi Annual Conference authorized and directed that application be made for the Charter of Incorporation of Methodist Hospital of Mississippi Annual Conference; and

WHEREAS, the Mississippi Annual Conference is of the opinion that certain amendments and corrections should now be made in said Articles of Incorporation;

NOW, THEREFORE, BE IT RESOLVED that the Charter of Incorporation of Methodist Hospital of Mississippi Annual Conference be amended as follows, to wit:

1. The final line of numerical paragraph 2 of said Charter of Incorporation is amended to read as follows:

"Mississippi Annual Conference of the United Methodist Church."

2. Numerical paragraph 6 thereof is amended to read as follows:

"The period of existence shall be perpetual."

3. The first sentence of numerical paragraph 7 is amended to read as follows:

"The purposes for which said Corporation is created are: To acquire, equip, maintain, and operate a hospital or hospitals within the area of the Mississippi Annual Conference of the United Methodist Church under the auspices and control of the said Mississippi Annual Conference; said corporation to have the right to receive at its hospital for diagnosis and for any type of treatment, including medical and surgical treatment and advice, persons suffering from physical and mental ailments, disease and disorders, and to keep, board, and lodge the same for which it shall have the right to charge reasonable compensation."

BE IT FURTHER HEREBY RESOLVED AND ORDERED by the Mississippi Annual Conference that the Board of Trustees of the Methodist Hospital

of the Mississippi Annual Conference acting by and through its duly elected officers shall forthwith take all steps necessary to effectuate the amendments herein approved.

CERTIFICATE

I, J. Harry Cameron, Secretary of the Mississippi Annual Conference of the United Methodist Church do hereby certify that the foregoing resolution is a true and correct copy of a certain resolution adopted by the said Mississippi Annual Conference in a meeting assembled on the 25th day of May, 1976, in Jackson, Mississippi.

Witness My Signature, this 27th day of May, 1976.

  
SECRETARY

ARTICLES OF AMENDMENT TO THE  
CHARTER OF INCORPORATION OF METHODIST HOSPITAL  
OF THE MISSISSIPPI ANNUAL CONFERENCE

Pursuant to the provisions of Section 79-11-9, Mississippi Code of 1972, the undersigned corporation adopts the following Articles of Amendment to its Charter of Incorporation.

First: The corporation is amended to

1. The final line of numerical paragraph 2 of said Charter of Incorporation is amended to read as follows:

"Mississippi Annual Conference of the United Methodist Church."

2. Numerical paragraph 6 thereof is amended to read as follows:

"The period of existence shall be perpetual."

3. The first sentence of numerical paragraph 7 is amended to read as follows:

"The purposes for which said Corporation is created are: To acquire, equip, maintain, and operate a hospital or hospitals within the area of the Mississippi Annual Conference of the United Methodist Church under the auspices and control of the said Mississippi Annual Conference; said corporation to have the right to receive at its hospital for diagnosis and for any type of treatment, including medical and surgical treatment and advice, persons suffering from physical and mental ailments, disease and disorders, and to keep, board, and lodge the same for which it shall have the right to charge reasonable compensation."

Second: The following amendment of the Charter of Incorporation was adopted by the members of the corporation on May 25, 1976, at a regular meeting of the members of the corporation in Jackson, Mississippi:

1. The final line of numerical paragraph 2 of said Charter of Incorporation is amended to read as follows:

"Mississippi Annual Conference of the United Methodist Church."

2. Numerical paragraph 6 thereof is amended to read as follows:


"The period of existence shall be perpetual."

3. The first sentence of numerical paragraph 7 is amended to read as follows:

The purposes for which said Corporation is created are: To acquire, equip, maintain, and operate a hospital or hospitals within the area of the Mississippi Annual Conference of the United Methodist Church under the auspices and control of the said Mississippi Annual Conference; said corporation to have the right to receive at its hospital for diagnosis and for any type of treatment, including medical and surgical treatment and advice, persons suffering from physical and mental ailments, disease and disorders, and to keep, board, and lodge the same for which it shall have the right to charge reasonable compensation."

DATED: This the 27th day of May, 1976.

METHODIST HOSPITAL OF THE  
MISSISSIPPI ANNUAL CONFERENCE

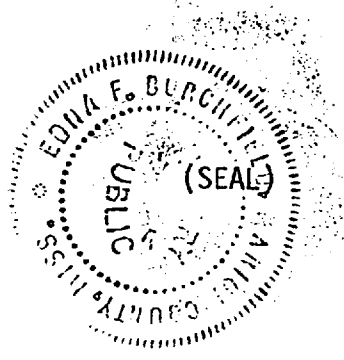
By:   
Richard D. Foxworth, President

STATE OF MISSISSIPPI    )  
                                  )  
COUNTY OF MARION        )

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, RICHARD D. FOXWORTH, President of Methodist Hospital of the Mississippi Annual Conference, who acknowledges that he signed and executed the above and foregoing ARTICLES OF AMENDMENT TO THE CHARTER OF INCORPORATION OF METHODIST HOSPITAL OF THE MISSISSIPPI ANNUAL CONFERENCE, on this the 27th day of May, 1976.

Edna F. Burgin  
NOTARY PUBLIC

My commission expires on 1-23-80



Received at the office of the Secretary of State, this the 28<sup>th</sup> day of May

A. D., 1976, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Palmer  
SECRETARY OF STATE.

Jackson, Miss..

JUNE 1, 1976

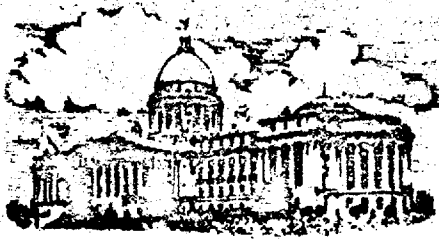
I have examined this AMENDMENT TO THE Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. F. Sumner  
ATTORNEY GENERAL.

By Georgem. Swindell  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of*

VOLUNTEER COUNSELORS, INC.

*is hereby approved.*

*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 4th day of June A. D., 1976.*



*Attest:*

*Heber Ladner*  
Secretary of State

*Calvin Finch*

Governor.



RESOLUTION OF VOLUNTEER COUNSELORS, A NON-PROFIT INCORPORATED ASSOCIATION TO AMEND THE EXISTING CHARTER OF INCORPORATION.

BE IT RESOLVED by the members of Volunteer Counselors, a non-profit corporation under the laws of the State of Mississippi; that the original Charter of Incorporation be amended to state that notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under section 501(c) (3) of the Internal Revenue Code of 1954 or corresponding provision of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductibel under section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

CERTIFICATE

I, Mrs. Nancy Williamson, do hereby certify that I am the duly elected, qualified and action Secretary of the above named nonprofit corporation, and that the foregoing is a true correct copy of a Resolution duly and properly adopted at a meeting thereof held on the 12th day of February, 1976 at Jackson, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

Witness my signature, this the 26th day of February, 1976.

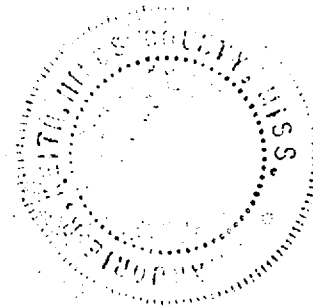
Mrs. Nancy Williamson  
Mrs. Nancy Williamson

SWORN to and subscribed before me, this the 27th day of February, 1976.

Marjorie R. Keith  
Notary Public

My Commission expires:

My Commission Expires June 13, 1979



ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OF  
VOLUNTEER COUNSELORS, INC.

Pursuant to the provisions of Section 79-11-9, Mississippi Code of 1972,  
the undersigned corporation adopts the following Articles of Amendment to its  
Articles of Incorporation.

First: The corporation is amended to state that in the event of  
dissolution, the residual assets of the organization will  
be turned over to one or more organizations which themselves are  
exempt as organizations described in sections 501 (c) (3) of the  
Internal Revenue Code, or to the Federal, State, or Local Govern-  
ment for exclusive public purpose.

Second: The following amendment of the Articles of Incorporation was  
adopted by the members of the corporation on the 12th day of February, 1976,  
at a regular meeting of the members of the corporation at Jackson, Mississippi:

DATED: This the 25 day of May, 1976.

SIGNED: Volunteer Counselors Inc  
NAME OF CORPORATION

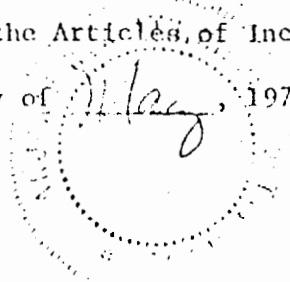
BY: Michael R. Mayo  
PRESIDENT

ACKNOWLEDGEMENT

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority in and for  
the jurisdiction aforesaid, Mike Mayo, President of Volunteer Counselors, Inc., who  
acknowledges that he signed and executed the above and foregoing Articles of  
Amendment to the Articles of Incorporation of Volunteer Counselors, Inc. on this  
the 25th day of May, 1976.



My Commission Expires June 10, 1979

Marjorie R. Keith  
NOTARY PUBLIC

Received at the office of the Secretary of State, this the 28<sup>th</sup> day of 1977

A. D., 1976, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Palmer  
SECRETARY OF STATE.

Jackson, Miss..

JUNE 1, 1976

I have examined this AMENDMENT TO THE Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. F. Summer  
ATTORNEY GENERAL

By George M. Swindell  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

Jackson

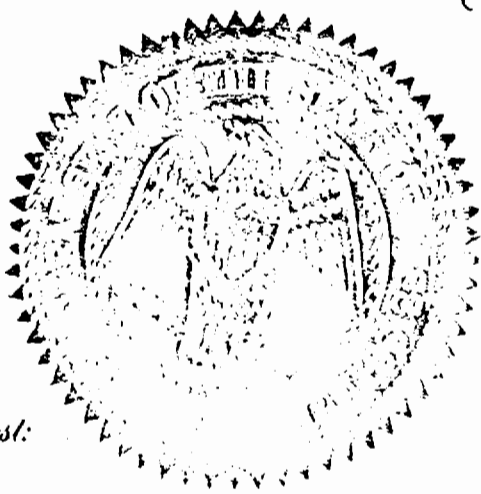
*The within and foregoing Amendment to the  
Charter of Incorporation of*

SOUTHWEST MISSISSIPPI AREA AGENCY ON AGING, INC.

*is hereby approved.*

*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 4th day of June A. D., 1976.*

Attest:



*Heber Rodner*  
Secretary of State.

*Calvin Finch*

Governor.

STATE OF MISSISSIPPI

BOOK 226 PAGE 229

COUNTY OF FRANKLIN

RESOLUTION of the membership and Board of Directors of Southwest Mississippi Area Agency On Aging, Inc. at a meeting of the members and Board of Directors held on April 5, 1976, authorizing and directing the Amendment of the Charter of Incorporation of Southwest Mississippi Area Agency On Aging, Inc. for tax exempt purposes.

WHEREAS, Southwest Mississippi Area Agency on Aging, Inc. is a voluntary, non-profit incorporation chartered by the State of Mississippi, and

WHEREAS, after thorough discussion in a duly held meeting, this corporation desires to amend its charter by an amendment hereinafter set forth in regards to its tax structure

THEREFORE, BE IT RESOLVED by the membership and the Board of Directors of the Southwest Mississippi Area Agency On Aging, Inc. that its charter is amended as follows:

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local government for exclusive public purpose.

Notwithstanding any other provisions of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

WITNESS the signatures of the Officers of said Corporation on this  
the 5th day of April, 1976, at Meadville, Mississippi.

Mrs. Rebecca Ray  
Mrs. Rebecca Ray, President

ATTESTED BY:

Mrs. Juanita M. Brown  
Mrs. Juanita M. Brown, Secretary

Sworn to and subscribed to before me this 5th day of April, 1976  
at Meadville, Franklin County, Mississippi

Mary C. Jacks  
Mary C. Jacks, Notary Public



My Commission expires July 17, 1978.

CERTIFICATE

I, Mrs. Rebecca Ray, President of Southwest Mississippi Area Agency On Aging, Inc. do hereby certify that the above and foregoing instrument is a true and correct copy of a certain resolution adopted in a meeting duly assembled of the member ship and Board of Directors of the Southwest Mississippi Area Agency On Aging, Inc., said meeting being regularly scheduled meeting at 4:00 P. M. on April 5, 1976, in the Courthouse of Franklin County at Meadville, Mississippi.

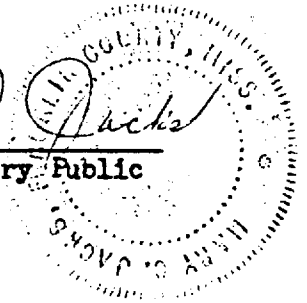
WITNESS my signature this 5th day of April, 1976.

BOOK 226 PAGE 231

Mrs. Rebecca Ray  
Mrs. Rebecca Ray, President

SWORN to and subscribed to before me this 5th day of April, 1976,  
at Meadville, Franklin County, Mississippi.

Mary C. Jacks  
Mary C. Jacks, Notary Public



My Commission expires July 17, 1978.

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION

OF

SOUTHWEST MISSISSIPPI AREA AGENCY ON AGING, INC.

Pursuant to the provisions of Section 79-11-9, Mississippi Code of 1972, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

First: The corporation is amended to:

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local government for exclusive public purpose.

Notwithstanding any other provisions of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

Second: The following amendment of the Articles of Incorporation was adopted by the members of the corporation on April 5th, 1976, at a regular meeting of the members of the corporation at Meadville, Mississippi:

In the event of dissolution, the residual assests of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local government for exclusive public purpose.

Notwithstanding any other provisions of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code



of 1954 or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

DATED: This the 26th day of May, 1976.

SIGNED: Southwest Mississippi Area Agency On Aging, Inc.

BY: Rebecca Ray  
PRESIDENT


ACKNOWLEDGEMENT

STATE OF MISSISSIPPI

COUNTY OF FRANKLIN

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Mrs. Rebecca Ray, President of Southwest Mississippi Area Agency On Aging, Inc., who acknowledges that she signed and executed the above and foregoing Articles of Amendment to the Articles of Incorporation of Southwest Mississippi Area Agency On Aging, Inc., on this the 26th day of May, 1976.

Mary C. Jacks  
NOTARY PUBLIC



My Commission expires July 17, 1978.

Received at the office of the Secretary of State, this the 22<sup>nd</sup> day of April

A. D., 19 76, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Baker  
SECRETARY OF STATE.

Jackson, Miss.,

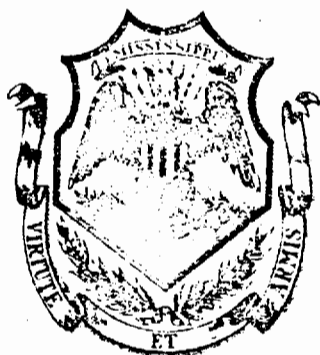
JUNE 1, 1976

I have examined this AMENDMENT to the Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. F. Summer  
ATTORNEY GENERAL.

By George M. Smith  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

COAST PROMOTION, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 4th day of June A. D., 1976.



*Calvin Finch*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State

RESOLUTION OF COAST PROMOTION, INC.,  
AN UNINCORPORATED ASSOCIATION, TO INCORPORATE  
DESIGNATING THE INCORPORATORS, THE NAME OF THE  
PROPOSED CORPORATION AND AUTHORIZING THE  
EXPENDITURE OF THE FUNDS OF THE UNINCORPORATED  
ASSOCIATION NECESSARY SO TO DO

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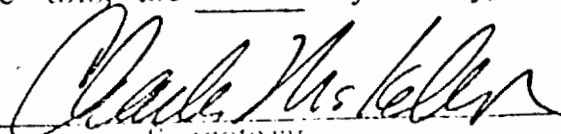
BE IT RESOLVED by the members of Coast Promotion, Inc.,  
an unincorporated association of individuals, that it is to the best interests  
of this unincorporated association that it be forthwith incorporated as a  
non-profit corporation under the laws of the State of Mississippi applicable  
thereto and that Roland Weeks, Jr., John Wethersby, and Charles McKellar  
are elected, appointed, designated and authorized to act as incorporators  
in applying for a Charter of this unincorporated association to be named  
Coast Promotion, Inc.; that they are fully empowered to do and perform  
any and all other acts necessary to secure said charter and authorize the  
expenditure of such funds of the unincorporated association as may be  
necessary so to do.

DATED, this 25th day of May, 1976.

CERTIFICATE

I, Charles McKellar, do hereby certify that  
I am the duly elected, qualified and acting Secretary of the above named  
unincorporated association of individuals, and that the foregoing is a true  
and correct copy of a Resolution duly and properly adopted at a meeting  
thereof held on the 25th day of May, 1976, at the Offices of  
Gulf Publishing Company building, Gulfport, Mississippi, at which a majority  
of the members were present, and said meeting was duly and properly called  
and held.

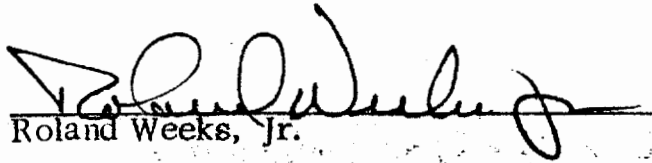
WITNESS my signature this, the 25th day of May, 1976.

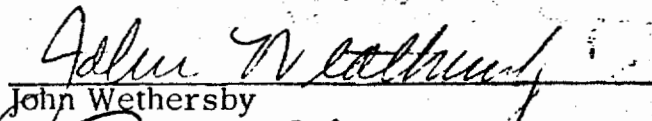
  
Secretary

CHARTER OF INCORPORATION  
OF  
COAST PROMOTION, INC.

1. The corporation title of said company is:  
Coast Promotion, Inc.
2. The names and post office addresses of the incorporators are:  
  
Roland Weeks, Jr., President and General Manager of Gulf Publishing Company, Inc., Debuys Road, Post Office Box 4567, Gulfport, Mississippi, 39501.  
  
John Wethersby, President of Weathersby Chev. Co., Inc. P. O. Box 880 Indianola, Mississippi  
  
Charles McKellar, Gordon Marks Advertising Agency, Baily & Baily Plaza, P.O. Box 1757 (1-55N) Jackson, Mississippi.  
  
Roland Weeks, Jr., John Wethersby, and Charles McKellar, the incorporators, are adult resident citizens of the State of Mississippi.
3. The domicile is at the Gulf Publishing Company building, Debuys Road, Mississippi City Station, Gulfport, Mississippi, 39501.
4. The corporation is non-profit and no shares of stock are to be issued and is a corporation where no dividends or profits may be made among its members. The corporation shall charge dues, but expulsion is the only remedy for the nonpayment of debts, same being a civic improvement society.
5. Period of existence shall be perpetual.
6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated.
  - a. To promote civic and economic improvement of the Gulf Coast of the State of Mississippi by means of educational advancement, dissemination of information concerning the economy of the Gulf Coast of the State of Mississippi.
  - b. To raise funds by subscriptions, gifts or otherwise for the accomplishment of the purposes herein stated. To obtain trademarks to be used in the promotion of the purposes of the corporation.
  - c. To generate interest through the sponsorship of public events through advertisement, public relations and other promotional devices in the Gulf Coast of the State of Mississippi.

- d. To market and sell shirts and other promotional devices throughout the Gulf Coast of the State of Mississippi, advertising and promoting the positive aspects of the community and the economy thereof.
  - e. To promote and disseminate information on the tourist facilities of the Mississippi Gulf Coast.
7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for nonpayment of dues, shall vest in each member the right to vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts.

  
 Roland Weeks, Jr.

  
 John Wethersby

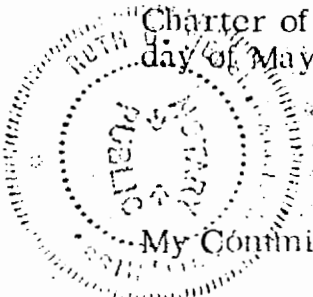
  
 Charles McKellar

STATE OF MISSISSIPPI )  
 : ss  
 COUNTY OF HARRISON )

Personally appeared before me, the undersigned authority in and for the said County and State, the within named ROLAND WEEKS, JR., one of the incorporators of the corporation known as Coast Promotion, Inc., who acknowledged that he signed and delivered the above and foregoing Charter of Incorporation as his act and deed on this, the 26 day of May, 1976.

  
 Notary Public

My Commission Expires: 3-19-76



STATE OF MISSISSIPPI )  
 : ss  
COUNTY OF SUNFLOWER )

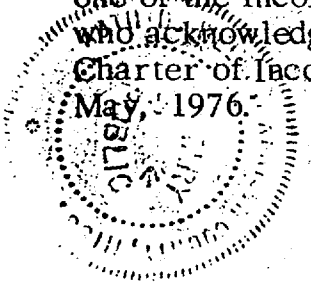
Personally appeared before me, the undersigned authority in and for the said County and State, the within named JOHN WETHERSBY, one of the incorporators of the corporation known as Coast Promotion, Inc., who acknowledged that he signed and delivered the above and foregoing Charter of Incorporation as his act and deed on this, the 10TH day of May, 1976.

Linda E. Ford  
Notary Public  
My Comm. Expires Feb. 8, 1977.

My Commission Expires: My Comm. Expires Feb. 8, 1977

STATE OF MISSISSIPPI )  
 : ss  
COUNTY OF HARRISON )

Personally appeared before me, the undersigned authority in and for the said County and State, the within named CHARLES McKELLAR, one of the incorporators of the corporation known as Coast Promotion, Inc., who acknowledged that he signed and delivered the above and foregoing Charter of Incorporation as his act and deed on this, the 26 day of May, 1976.



Robert D. Welch  
Notary Public

My Commission Expires: 3-19-79

31st Received at the Office of the Secretary of State, this the 20th day of May, 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Robert Palmer  
Secretary of State

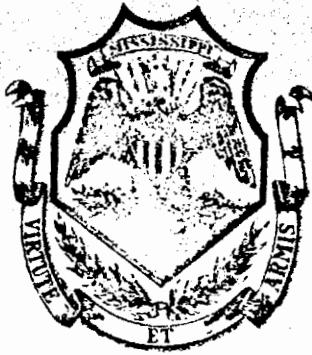
Jackson, Mississippi, JUNE 1, 1976

I have examined this application for a Charter of Incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

A.F. Summers  
Attorney General

By: Robert Palmer  
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CLARKE-McRAE MEMORIAL BENEVOLENT ASSOCIATION, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 4th day of June A. D., 1976.



*Calvin Fischer*  
Governor.

By the Governor

*Heber Ladner*  
Secretary of State



RESOLUTION OF CLARKE-McRAE MEMORIAL BENEVOLENT ASSOCIATION, AN UNINCORPORATED ASSOCIATION, TO INCORPORATE, DESIGNATING THE INCORPORATORS, THE NAME OF THE PROPOSED CORPORATION AND AUTHORIZING THE EXPENDITURE OF THE FUNDS OF THE ASSOCIATION NECESSARY TO DO SO.

BE IT RESOLVED by the members of W. H. Stevens Lodge #121, Free and Accepted Masons, that it is to the best interests of the Lodge that a non-profit corporation for the purposes of relief and assistance be formed under Charter issued by virtue of the Laws of the State of Mississippi, and that all regular Masons who are Master Masons in good standing in W. H. Stevens Lodge #121 be members thereof; that Wayne D. Latner, David E. Powell, E. Lamar Sadler, Bobby E. Richardson, and V. B. Johnson are elected, appointed and designated and authorized to act as incorporators in applying for a Charter for this association to be named Clarke-McRae Memorial Benevolent Association, Inc.; that they are fully empowered to do and perform all acts necessary to secure said Charter and to authorize the expenditure of such funds of the Lodge, as aforesaid, as may be necessary.

C E R T I F I C A T E

I, David E. Powell, do certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is a true and correct copy of a Resolution duly and properly adopted at a meeting thereof held on the 8th day of April, 1976 at Vicksburg, Mississippi, at which a quorum of the members were present, and said meeting was duly and properly called and held.

Witness my signature, this the 8th day of April, 1976.

David E. Powell  
SECRETARY

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

Clarke-McRae Memorial Benevolent Association, Inc.

1. The corporation title of said company is: Clarke-McRae Memorial Benevolent Association, Inc.

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Wayne D. Latner	Rt. 9, Box 349B	Vicksburg	Miss.
David E. Powell	115 Grey Oaks Drive	Vicksburg	Miss.
E. Lamar Sadler	314 Lake Hill Drive	Vicksburg	Miss.
Bobby E. Richardson	Circle Lake Apts.	Vicksburg	Miss.
V. B. Johnson	Oak Ridge Road	Vicksburg	Miss.

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at Cain Ridge Road, Vicksburg, Warren County, Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

This corporation is a non-profit corporation, no shares of stock shall be issued, and is organized for the furtherance of relief and assistance. This is a benevolent and charitable corporation.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To give relief and assistance to regular Masons, their wives, children, widows or orphans wherever they may be dispersed.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: Wayne D. Latner  
Wayne D. Latner  
David E. Powell  
David E. Powell  
E. Lamar Sadler  
E. Lamar Sadler  
Bobby E. Richardson  
Bobby E. Richardson  
V. B. Johnson  
V. B. Johnson  
Incorporators

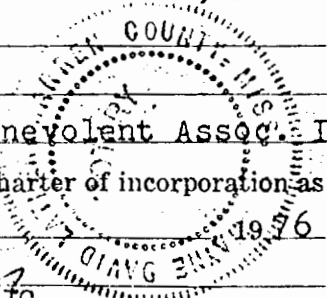
ACKNOWLEDGMENT

STATE OF MISSISSIPPI }  
County of WARREN

This day personally appeared before me, the undersigned authority David E. Powell,  
E. Lamar Sadler, Bobby E. Richardson and V. B. Johnson

incorporators of the corporation known as the Clarke-McRae Memorial Benevolent Assoc. Inc.  
who acknowledged that ~~they~~ (they) signed and delivered the above and foregoing charter of incorporation as  
~~theirs~~ (their) act and deeds on this the 24 day of May, 1976

My commission expires: Wayne D. Latner  
NOTARY PUBLIC



STATE OF MISSISSIPPI }  
County of WARREN

This day personally appeared before me, the undersigned authority Wayne D. Latner

incorporators of the corporation known as the Clarke-McRae Memorial Benevolent Assoc. Inc.  
who acknowledged that (he) (~~he~~) signed and delivered the above and foregoing charter of incorporation as  
(his) (~~theirs~~) act and deed on this the 25 day of May, 1976

My commission expires: Mary A. Gold  
NOTARY PUBLIC

Received at the office of the Secretary of State this the 28<sup>th</sup> day of May  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

John B. ...  
Secretary of State

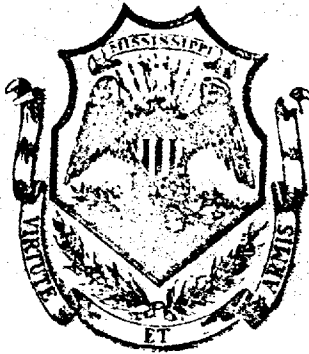
Jackson, Miss., June 1, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tive of the Constitution and laws of the State, or of the United States.

A. J. ...  
Attorney General  
By George M. ...  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

EAST UNION BAPTIST CHURCH

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 4th day of June A. D., 1976.

*Calvin Tuck*  
Governor.

By the Governor

*Heber Ladner*  
Secretary of State



RESOLUTION AUTHORIZING APPLICATION  
FOR INCORPORATION, INC.

WHEREAS, East Union Baptist Church, Route 1, Magnolia, Mississippi, has heretofore operated as a religious association and it affirmatively appears unto the Church membership that the Church organization should be incorporated:

NOW THEREFORE, be it resolved as follows:

SECTION I. That Hollis T. Lang, Britt Simmons and James W. Hucabee, adult resident citizens of Pike County, Mississippi, and members of the religious association heretofore operated as East Union Baptist Church, be and they are hereby authorized, empowered and directed as incorporators to make application for a grant of charter for East Union Baptist Church.

SECTION II. That said incorporators are authorized and empowered to do and perform all other acts required to effect the issuance of the charter of incorporation of East Union Baptist Church. The following resolution was offered, duly seconded and adopted at a business meeting of said religious association on May 16, 1976.

\* \* \* \* \*

It is hereby certified that the foregoing is a true and correct copy of the resolution adopted by the religious association known as East Union Baptist Church, on May 16, 1976, and the same is recorded in the minutes of said proceedings.

This the 23<sup>rd</sup> day of May A. D., 1976.

Britt J. Simmons  
CHURCH CLERK

RECEIVED  
MAY 23 1976  
STREET  
NO. 100

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

# THE CHARTER OF INCORPORATION OF

## EAST UNION BAPTIST CHURCH

1. The corporate title of said company is: East Union Baptist Church

2. The names of the incorporators are:  
 (The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Hollis T. Lang	Route 1,	Magnolia,	Mississippi 39652
Britt Simmons	Route 1,	Magnolia,	Mississippi 39652
James W. Hucabee	Route 1,	Magnolia,	Mississippi 39652

All of the above incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at Route 1, Magnolia, Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

The corporation is non-profit and no shares of stock will be issued, the type of organization is a Church of the Baptist denomination.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purpose and power of the corporation shall be as authorized by statute for the operation of a Church type, non-profit corporation, including the purchase and ownership of real and personal property, making of contracts, employment of individuals and doing any and all other acts necessary and requisite for the operation of a Church organization

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Hollis T. Lang  
James W. Hucabee  
Britt Simmons

**ACKNOWLEDGMENT**

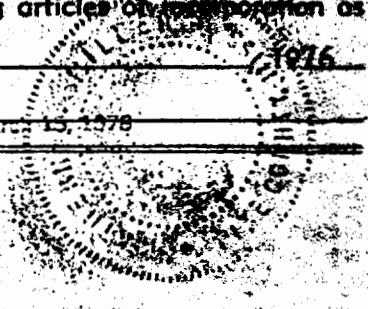
STATE OF MISSISSIPPI

County of Pike

This day personally appeared before me, the undersigned authority, Hollis T. Lang,  
Britt Simmons, and James W. Hucabee,

incorporators of the corporation known as the East Union Baptist Church  
who acknowledged that ~~the~~ (they) signed and executed the above and foregoing articles of incorporation as  
~~the~~ (their) act and deed on this the 23rd day of May, 1976

Kathryn S. Miller  
NOTARY PUBLIC My Commission Expires March 15, 1978



STATE OF MISSISSIPPI

County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his)  
(their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 31st day of May  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the  
Attorney General for his opinion.

Helen Palmer  
Secretary of State

Jackson, Miss., JUNE 1, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tive of the Constitution and laws of the State, or of the United States.

A.F. Summers Attorney General  
By George M. Swindell Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will  
be sufficient.



# State of Mississippi



EXECUTIVE

OFFICE

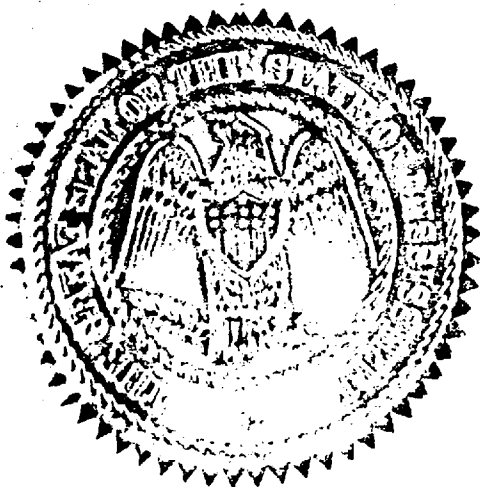
JACKSON

The within and foregoing Charter of Incorporation of

FRIENDLY CITY C.B. CLUB

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 4th day of June A. D., 1976.



*Calvin Fischer*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State

RESOLUTION OF THE FRIENDLY CITY C.B. CLUB, AN UNINCORPORATED ASSOCIATION, TO INCORPORATE, DESIGNATING THE INCORPORATORS, THE NAME OF THE PROPOSED CORPORATION AND AUTHORIZING THE EXPENDITURE OF THE FUNDS OF THE ASSOCIATION NECESSARY TO DO SO.

BE IT RESOLVED by the members of the FRIENDLY CITY C.B. CLUB, an unincorporated association of individuals, that it is in the best interest of this association that it be forthwith incorporated as a non-profit corporation under the laws of the State of Mississippi applicable thereto, and that

Benny W. Bailey, Walter W. House, and Brenda K. Pinion

are elected, appointed, designated, and authorized to act as incorporators in applying for a Charter of this association to be named FRIENDLY CITY C.B. CLUB; that they are fully empowered to do and perform any and all other acts necessary to secure said Charter and authorize the expenditure of such funds of the association as may be necessary to do so.

C E R T I F I C A T E

I, Brenda K. Pinion, do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is a true and correct copy of a resolution duly and properly adopted at a meeting thereof held on this the Thirteenth day of May, 1976, at which a majority of the members were present, and said meeting was duly and properly called and held.

WITNESS MY SIGNATURE, this the Thirteenth day of May, 1976.

Brenda K. Pinion, Secretary  
Brenda K. Pinion, Secretary



Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

FRIENDLY CITY C.B. CLUB

1. The corporation title of said company is: FRIENDLY CITY C.B. CLUB

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Benny W. Bailey	Rt. 1, Box 63-D	Steens	MS 39766
Walter W. House	415 Springdale Drive	Columbus	MS 39701
Brenda K. Pinion	Rt. 1, Box 194-A	Steens	MS 39766

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at 415 Springdale Drive Columbus MS  
 (Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

The corporation is a non-profit, non-share, civic improvement corporation; organized for the purpose of engaging in activities so as to raise the standards of civic morality and community welfare through the usage of citizen band radios.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To further the knowledge of citizen band radio; to be of service to law enforcement agencies and fire departments when needed and called upon; local and civil defense officials during periods of emergency, and elderly or physically confined persons whenever possible; to promote the education of its members in efficient and more knowledgeable use of citizen band radios for their mutual benefit and protection; and to engage in any and all activities that will raise the standard of civic morality and community welfare.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

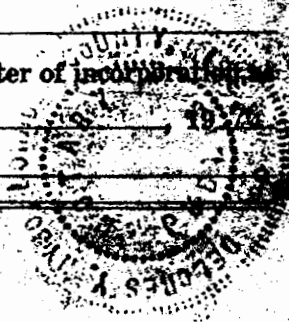
NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: Benny W. Bailey  
Benny W. Bailey  
Walter W. House  
Walter W. House  
Brenda K. Pinion  
Brenda K. Pinion  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of Lowndes

This day personally appeared before me, the undersigned authority  
Benny W. Bailey, Walter W. House, Brenda K. Pinion  
Benny W. Bailey, Walter W. House, Brenda K. Pinion  
incorporators of the corporation known as the FRIENDLY CITY C.B. CLUB  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deeds on this the 21st day of May  
Delores Y. Nicks  
Notary Public My Commission Expires July 1, 1979



STATE OF MISSISSIPPI  
County of

This day personally appeared before me, the undersigned authority  
\_\_\_\_\_  
\_\_\_\_\_  
incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 31<sup>st</sup> day of May  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

Robert Palmer  
Secretary of State

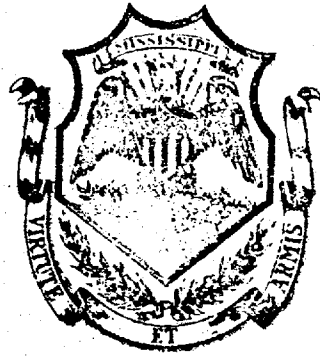
Jackson, Miss., JUNE 1, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

A.F. Summer Attorney General  
By George M. Swindell Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

LEVEE STREET CLINIC, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 4th day of June A. D., 1976.



*Calvin F. Overton*  
Governor

By the Governor

*Heber L. Radner*  
Secretary of State

RESOLUTION

BE IT RESOLVED by the members of the Levee Street Clinic, an unincorporated association, in meeting duly and legally assembled, as follows:

(1) That Lyndle R. Bullard, Joe E. Barnes, Joe Anderson, Hartley T. Sanford and George M. Childress, five members in good standing, be and they are, hereby authorized and empowered to make application for a Charter of Incorporation for this organization under the provisions of Section 79-11-1, Mississippi Code of 1972.

(2) That the name of the corporation be designated as Levee Street Clinic, Inc., and the application shall be for a non-profit, non-share corporation, with perpetual existence and established for the purpose of operating a health clinic.

(3) That the members designated above are authorized and empowered to do any and all things necessary or incidental to the obtaining of a corporate charter for the association.

BE IT FURTHER RESOLVED, that Lyndle R. Bullard, President of the association, certify a true copy of this Resolution to the Secretary of State of the State of Mississippi, to be attached to the application for Charter of Incorporation.

RESOLVED on this, the 12th day of April, 1976.

LEVEE STREET CLINIC

BY: Lyndle Bullard  
President

ATTEST:

Joe G. Barnes  
Secretary-Treasurer

\* \* \* \* \*

CERTIFICATE

The undersigned Joe G. Barnes, duly elected and acting Secretary of Levee Street Clinic, does hereby certify that the above and foregoing Resolution is a true and correct copy of a Resolution duly and legally adopted by Levee Street Clinic at a meeting held by said clinic on April 12, 1976.

WITNESS my signature on this, the 12th day of April, 1976.

Joe G. Barnes  
Secretary, Levee Street Clinic

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

LEVEE STREET CLINIC, INC.

1. The corporation title of said company is: Levee Street Clinic, Inc.

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Lyndle R. Bullard	(No Street Address)	Rosedale	Mississippi
Joe G. Barnes	(No Street Address)	Rosedale	Mississippi
Joe S. Anderson	(No Street Address)	Rosedale	Mississippi
Hartley T. Sanford	(No Street Address)	Rosedale	Mississippi
George M. Childress	(No Street Address)	Rosedale	Mississippi

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at Levee Street (No Number) Rosedale Mississippi 38769  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 79-11-1, Code of Mississippi of 1972, and amendments thereto.)

This is a non-profit corporation organized for the purpose of operating a health clinic to care for and treat persons suffering from illness, injury or disabilities.

No shares of Stock are to be issued.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

(a) To facilitate, assist and participate in, together with the State Board of Health, or other designated State Agency, and proper officials of the Federal Government, the constructing, equipping, maintaining and operating of suitable medical care within the area served by such clinic to adequately care for persons suffering from illness or disabilities which require that such patient receive medical care.

(b) To carry on such educational activities related to rendering care to the sick and injured or the promotion of health, as in the opinion of the Directors of such Clinic may be justified by the facilities, personnel, funds or other requirements that are, or can be made, available.

(c) To promote and carry on scientific research related to the care of the sick and injured insofar as, in the opinion of the Directors, such research can be carried on in, or in connection with, the medical facilities available.

(d) To participate, so far as circumstances may warrant, in any activity designed and carried on to promote the general health of the community.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

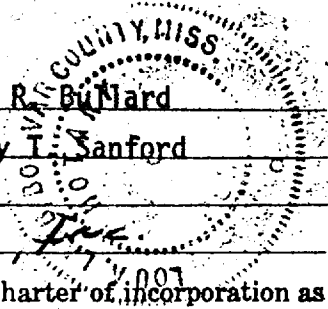
NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: Joe G. Barnes  
Joe S. Anderson  
George M. Childress  
Lyndle R. Bullard  
Joe S. Anderson  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI }  
County of BOLIVAR

This day personally appeared before me, the undersigned authority Lyndle R. Bullard  
Joe G. Barnes, Joe S. Anderson, Hartley I. Sanford  
George M. Childress, \_\_\_\_\_  
incorporators of the corporation known as the LEVEE STREET CLINIC INC.  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deeds on this the 17<sup>th</sup> day of May, 1976  
My Commission Expires February 22, 1978 Lou A. Lamb



STATE OF MISSISSIPPI }  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 27<sup>th</sup> day of May  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

Heber Padner  
Secretary of State

Jackson, Miss., June 1, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tive of the Constitution and laws of the State, or of the United States.

A. F. Summer  
Attorney General  
By George M. Swindell  
Assistant Attorney General

NOTE: In case all incorporators are together when acknowledgment is taken, one acknowledgment will  
be sufficient.



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

LAUREL BOARD OF REALTORS

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 4th day of June A. D., 1976.



*Calvin Finch*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State

Excerpt of MinutesResolution to Incorporate

At the regular March 18, 1976 meeting of the Laurel Board of Realtors, an unincorporated realtors' association of Laurel, Mississippi, there was a motion made, seconded, and unanimously carried, to incorporate the association as a non-profit corporation under the name of "Laurel Board of Realtors", and to include in the Charter of Incorporation objects of the board as suggested by the National Association of Realtors, with the officers of the Laurel Board of Realtors, W. J. Murdock, Jr., President, Ray H. Moffett, Vice-President, and Dorothy M. Warren, Secretary-Treasurer, being authorized to proceed with the legal steps of incorporation.

Witness my signature this the 12th day of May, 1976.

CERTIFIED BY:

Dorothy M. Warren  
Secretary, Laurel Board  
of Realtors

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

# THE CHARTER OF INCORPORATION OF

## LAUREL BOARD OF REALTORS

1. The corporate title of said company is:  
Laurel Board of Realtors

2. The names and post office addresses of the incorporators are:  
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
W. J. Murdock, Jr.	1723 Lake Park Drive	Laurel, Mississippi	
Ray H. Moffett	3007 Cresthill Drive	Laurel, Mississippi	
Dorothy M. Warren	756 North 7th Avenue	Laurel, Mississippi	

(All being adult resident citizens of the State of Mississippi)

3. The domicile is at 501 North Fifth Avenue, Laurel, Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization; As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

The corporation is Non-Profit and no shares of stock shall be issued and is to be a civic improvement society.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

1. To unite those engaged in the recognized branches of the real estate profession in the community for the purpose of exerting a beneficial influence upon the profession and related interests.
2. To promote and maintain high standards of conduct in the real estate profession as expressed in the Code of Ethics of the National Association of Realtors.
3. To provide a unified medium for real estate owners and those engaged in the real estate profession whereby their interests may be safeguarded and advanced.
4. To further the interest of home and other real property ownership.
5. To unite those engaged in the real estate profession in the community with the Mississippi and National Associations of Realtors, thereby furthering their own objectives throughout the state and nation, and obtaining the benefits and privileges of membership therein.
6. To designate, for the benefit of the public, those individuals within its jurisdiction authorized to use the terms Realtor (R) and Realtor(R)-Associate as licensed, prescribed and controlled by the National Association of Realtors(R).

The corporation shall have the power and right to lease, own, buy, sell, or otherwise obtain or acquire real and personal property, to borrow money, to encumber property, and exercise all lawful functions in connection with property ownership.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: W. J. Murdock, Jr.  
W. J. Murdock, Jr.  
Ray H. Moffett  
Ray H. Moffett  
Dorothy M. Warren  
Dorothy M. Warren  
Incorporators

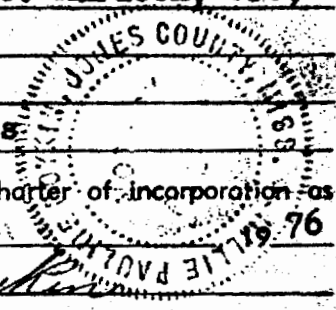
ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of Jones

This day personally appeared before me, the undersigned authority, W. J. Murdock, Jr.,  
Ray H. Moffett, and Dorothy M. Warren

incorporators of the corporation known as the Laurel Board of Realtors  
who acknowledged that ~~they~~ (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the 12th day of May

My Commission Expires: July 23, 1977  
Millie Pauline Boykin  
Notary Public



STATE OF MISSISSIPPI  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 27 day of May  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the  
Attorney General for his opinion.

Heber Palmer  
Secretary of State

Jackson, Miss., JUNE 1, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tive of the Constitution and laws of the State, or of the United States.

A. F. Summer  
Attorney General  
By George M. Swinford  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will  
be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MOUNT OLIVE AREA CHAPTER #2559 OF AMERICAN  
ASSOCIATION OF RETIRED PERSONS, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 4th day of June A. D., 1976.



*Calvin Finch*  
Governor

By the Governor

*Heber Radner*  
Secretary of State

RESOLUTION OF MOUNT OLIVE AREA CHAPTER #2559 OF AMERICAN ASSOCIATION OF RETIRED PERSONS, AN UNINCORPORATED ASSOCIATION, TO INCORPORATE, DESIGNATING THE INCORPORATORS, THE NAME OF THE PROPOSED CORPORATION AND AUTHORIZING THE EXPENDITURE OF THE FUNDS OF THE ASSOCIATION NECESSARY SO TO DO.

BE IT RESOLVED, by the members of MOUNT OLIVE AREA CHAPTER #2559 OF AMERICAN ASSOCIATION OF RETIRED PERSONS, an unincorporated association of individuals, that it is to the best interests of this Association that it be forthwith incorporated as a nonprofit corporation under the laws of the State of Mississippi applicable thereto and that FRANK L. JONES, FAYE DICKSON, ALLIE McLEOD and OLIVE WADE are elected, appointed, designated and authorized to act as incorporators in applying for a Charter of this Association to be named MOUNT OLIVE AREA CHAPTER #2559 OF AMERICAN ASSOCIATION OF RETIRED PERSONS, INC., that they are fully empowered to do and perform any and all other acts necessary to secure said Charter and authorize the expenditure of such funds of the Association as may be necessary so to do.

C E R T I F I C A T E

I, ALLIE McLEOD, do hereby certify that I am the duly elected, qualified and acting Secretary of the above-named unincorporated association of individuals, and that the foregoing is a true and correct copy of a Resolution duly and properly adopted at a meeting thereof held on the 31st day of May, 1976, at Mount Olive, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

Witness my signature, this the 31st day of May, 1976.

*Allie McLeod*  
Allie McLeod, Secretary

THE CHARTER OF INCORPORATION  
OF

MOUNT OLIVE AREA CHAPTER #2559 OF AMERICAN  
ASSOCIATION OF RETIRED PERSONS, INC.

\* \* \* \* \*

1. The corporate title of said company is:

MOUNT OLIVE AREA CHAPTER #2559 OF AMERICAN  
ASSOCIATION OF RETIRED PERSONS, INC.

2. The names of the incorporators are:

<u>NAMES</u>	<u>ADDRESSES</u>
FRANK L. JONES	Rt. 4, Box 2 Mount Olive, Miss. 39119
FAYE DICKSON	P.O. Box 130, Cotton Street Mount Olive, Miss. 39119
ALLIE McLEOD	P.O. Box 254, Main Street Mount Olive, Miss. 39119
OLIVE WADE	P.O. Box 70, Hwy 49 Mount Olive, Miss. 39119

All of the above-listed incorporators are adult  
resident citizens of the State of Mississippi.

3. The domicile is at Mount Olive, Mississippi.

4. This is a non-profit corporation and no shares  
of stock shall be issued, and it will be a civic improvement  
corporation.

5. The period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To understand aging as a modern social achievement measurable in terms of longer life and a shift from a work-centered society to one that is leisure-centered.

To offer the individual senior citizen opportunities for self-appraisal and for planning a way of life designed to attain the maximum amount of self-realization and enrichment in the years ahead.

To help foster equality of opportunity for the aging population by (i) promoting its continued growth and development, its self-respect, its self-confidence and its usefulness, (ii) encouraging its participation in the stream of contemporary life, and (iii) stimulating a dynamic public interest in all segments of the aging population, and recognition of their potential.

To study and to discuss the meaning of a longer life for retired persons in a society which offers more and more free time; and to present statistical data for gerontological purposes.

To identify through educational procedures, experiences which will further growth and development of personality for retired persons and lead to new, useful and creative roles which in turn will provide a sense of life-fulfillment in our changing society.



To devote the energies of the Corporation to furthering its educational, scientific and philanthropic objectives of prolonging and improving the mental and physical well-being of retired persons.

Generally, to aid retired persons in their social, physical, economic and intellectual needs by acting as a local chapter of the AMERICAN ASSOCIATION OF RETIRED PERSONS, a District of Columbia Non-Profit Corporation (hereinafter referred to as "AARP"), in accordance with and in furtherance of its purposes, objectives and ideals.

7. The Corporation is to have members. The designation of the class or classes of members of the Corporation shall be as follows:

The Corporation shall have two classes of members: national organization and individual. AARP shall be the national organization member of the Corporation. All persons who are members in good standing of AARP and who pay, in advance, to the Corporation the annual dues which may be prescribed from time to time in the By-Laws of the Corporation shall be individual members. Expulsion shall be the only remedy for non-payment of dues.

8. The manner in which the directors of the Corporation are to be elected shall be as provided in the By-Laws of the Corporation.

9. The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the Corporation and its directors:

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any director, member or other private individual, 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 in Article 6 hereof. The Corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

In the event the existence of the Corporation should for any reason be terminated, all funds of the Corporation shall, after the payment of its liabilities, be distributed exclusively for charitable purposes.

Notwithstanding any other provisions of these Articles, the Corporation shall not engage in any transaction which is a prohibited transaction as defined in Section 503(c) of the Internal Revenue Code of 1954, or the corresponding provisions of any subsequent United States Revenue Laws.

Neither the Corporation nor any officer or individual member of the Corporation shall have the authority to represent, contract for, or otherwise act in an official capacity for AARP. No officer or individual member shall use the Corporation to further his own personal interests.

The purposes and objects of the Corporation shall in all respects conform to the purposes of AARP. The Corporation shall not engage in or permit or suffer any activity detrimental to or which detracts from the best interests of AARP or its members.

10. This Corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

Frank L. Jones  
Frank L. Jones

Faye Dickson  
Faye Dickson

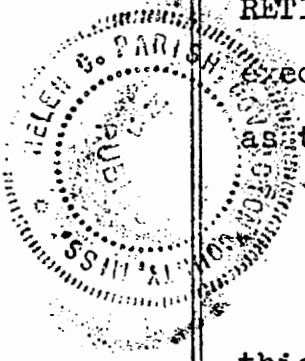
Allie McLeod  
Allie McLeod

Olive Wade  
Olive Wade

ACKNOWLEDGMENT

STATE OF MISSISSIPPI }  
COUNTY OF COVINGTON }

This day personally appeared before me, the under-  
signed authority, FRANK L. JONES, FAYE DICKSON, ALLIE McLEOD  
and OLIVE WADE, incorporators of the corporation known as the  
MOUNT OLIVE AREA CHAPTER #2559 OF AMERICAN ASSOCIATION OF  
RETIRED PERSONS, INC., who acknowledged that they signed and  
executed the above and foregoing Articles of Incorporation  
as their act and deed on this 3rd day of May, 1976.



Helen C. Parish  
Notary Public

Received at the office of the Secretary of State  
this the 27 day of May, A.D., 1976, together with  
the sum of \$20.00 deposited to cover the recording fee, and  
referred to the Attorney General for his opinion.

Helen C. Parish  
Secretary of State

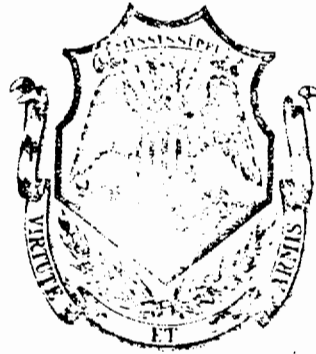
Jackson, Miss., JUNE 1, 1976

I have examined this application for a Charter of  
Incorporation and am of the opinion that it is not violative  
of the Constitution and laws of the State, or of the United  
States.

A.F. Summer  
Attorney General

By George M. Swindell  
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

NATIONAL JUNIOR TENNIS LEAGUE OF JACKSON, MISSISSIPPI, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 4th day of June A. D., 1976.

*Calvin Finch*

Governor

By the Governor

*Heber Palmer*

Secretary of State



CERTIFIED RESOLUTION

I, Linda Brent, Secretary of National Junior Tennis League of Jackson, Mississippi, Inc., an unincorporated nonprofit organization, do hereby certify that the following Resolution was unanimously adopted by the entire membership of the organization on the 30<sup>th</sup> day of April, 1976.

RESOLVED, that Sherry Greener, Sarah Jones, and Lucy Mazzaferro (all adult resident citizens of the State of Mississippi) are authorized, empowered and directed to do and to perform any and all acts and things necessary to accomplish the incorporation of National Junior Tennis League of Jackson, Mississippi, Inc. as a nonprofit, no share, Mississippi corporation, including, but not limited to, making application for a corporate charter conformable with the laws made and provided for in such cases. The name of the corporation shall be National Junior Tennis League of Jackson, Mississippi, Inc. The incorporators shall proceed to do all things necessary to make the corporation fully tax exempt under the laws of the State of Mississippi and the provisions of the Internal Revenue Code of 1954, as amended.

EXECUTED this, the 30<sup>th</sup> day of April, 1976.

Linda Brent  
LINDA BRENT, Secretary  
NATIONAL JUNIOR TENNIS LEAGUE OF  
JACKSON, MISSISSIPPI, INC.

THE CHARTER OF INCORPORATION  
OF  
NATIONAL JUNIOR TENNIS LEAGUE  
OF  
JACKSON, MISSISSIPPI, INC.

1. Title. The corporate title of the Company is NATIONAL JUNIOR TENNIS LEAGUE OF JACKSON, MISSISSIPPI, INC.

2. Incorporators. The names of the incorporators are:

<u>Names</u>	<u>Addresses</u>
Sherry Greener	5435 Charter Oak Place Jackson, MS 39211
Sarah Jones	4539 Eastwood Road Jackson, MS 39211
Lucy Mazzaferro	4106 Comanche Drive Jackson, MS 39211

All of the incorporators are adult resident citizens of the State of Mississippi. A certified copy of a resolution of the National Junior Tennis League of Jackson, Mississippi, Inc. is attached hereto and made a part hereof. This resolution authorizes, directs and empowers the incorporators to make application for the grant of the Charter of Incorporation of National Junior Tennis League of Jackson, Mississippi, Inc.

3. Domicile. The domicile of the Corporation is 805 Riverside Drive, Jackson, Mississippi 39202.

4. Nature of Corporation. The Corporation is a nonprofit charitable and civic improvement corporation. No shares of stock shall be issued.

5. Duration. The period of existence of the Corporation shall be perpetual.

6. Purposes and Powers. The purposes for which the Corporation is created, not contrary to law, including a statement of the rights and powers that are to be exercised

by the corporation, which rights and powers are limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated and are further subject to the condition that no power of authority shall be exercised by the corporation in any manner or for any purpose whatsoever which may not be exercised by an organization which is tax exempt or by an organization donations to which are deductible from taxable income to the extent allowed by the provisions of the Internal Revenue Code and other applicable legislation and regulations as they now exist or may hereafter be amended, are, subject to the foregoing, as follows:

(a) The specific and primary purpose of this Corporation is to promote to all youths, particularly the lower income and disadvantaged, the advancement of the education of the sport of tennis as an activity in the public schools, public parks, and public playgrounds of the Greater Jackson, Mississippi area, especially among the youth of the City of Jackson, Mississippi;

To lessen neighborhood tensions and combat juvenile delinquency and community deterioration by offering a healthy recreational and social outlet for the energy and time of youths of all races, religions, and nationalities;

To operate, manage and conduct a league for the supervised, competitive play of tennis through inter and intra team matches by boys and girls up to and including the age of eighteen years residing in the Greater Jackson, Mississippi area, whose exposure to such play has heretofore been minimal or non-existent;

To hire professional staff for the supervision and guidance in the play of tennis and to encourage participation by members of the community in the functioning of the league;



To perform such additional acts and carry out such further functions as may be necessary, proper, or expedient in the furtherance of the objects and purposes of the said corporation, and in connection therewith to receive, acquire, hold, manage, administer, and expend property and funds for such charitable and eleemosynary purposes, including the assistance and support of charitable and eleemosynary institutions, associations, and undertakings exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

(b) The general purposes are to receive and administer property exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 of the United States of America as in effect on the date of the formation of this corporation and in connection therewith:

(i) To act as trustee under charitable and eleemosynary trusts, receiving, holding, managing, administering, and expending property and funds in accordance with the respective trusts on which the property and funds are acquired and held.

(ii) To receive, solicit, hold, manage, administer, invest, and expend property and funds on the general charitable and eleemosynary trust that the property and funds, either as to principal or income or both, shall be applied to the assistance and support of such charitable or eleemosynary institutions or objects, at such time and to such extent, as the Corporation may, in its judgment, deem most appropriate under its stated purposes. No bequest, devise, gift, or transfer of property or funds to the Corporation for a charitable or eleemosynary purpose shall be invalid because of indefiniteness or uncertainty as to the purposes of the beneficiaries thereof,

but, to the extent to which such indefiniteness or uncertainty exists, it shall be resolved by the Corporation in the manner which, in its judgment, is most conducive to the Corporation's stated objectives and purposes.

(iii) To take property and funds by will, gift, or otherwise, and with or without specification of any charitable or eleemosynary purpose. If no charitable or eleemosynary purpose is specified, the property or funds so received shall, nevertheless, be held on the trust that they shall be used for charitable and eleemosynary purposes. The Corporation shall not have the power to take or hold property or funds for any purpose other than a charitable or eleemosynary one.

(iv) To hold, in its own name and right, real and personal property of every nature and description without limitation as to extent, character, or amount, and with all the powers of control, management, investment, change, and disposal incident to the absolute ownership of property or funds by a private person, subject only to the terms of particular trusts and to the general trust that all its properties and funds shall be held for charitable and eleemosynary purposes.

(v) To borrow money, either on or without security and to issue promissory notes or other evidences of indebtedness and pledges, mortgages, or other instruments of hypothecation.

(vi) To employ suitable accountants, agents, counsel and custodians and to pay their reasonable expenses and compensation.

(vii) To elect officers and directors, appoint agents and define their duties; to make and alter bylaws, not contrary to law or to this charter, governing the affairs of the Corporation and the qualifications for membership.

(viii) To do any and all things which a natural person may do necessary or desirable for the general purposes for which the Corporation is organized.

(ix) To sue and be sued.

(x) To qualify to carry on its nonprofit activities in any other state, territory, dependency, or foreign country and to conduct its nonprofit activities within or without the State of Mississippi.

(xi) To adopt, use, and at will, alter, a corporate seal, but failure to affix a seal shall not affect the validity of any corporate instrument.

(xii) To purchase and maintain liability insurance to protect the corporate assets against any and all claims, whether ex contractu or ex delicto; and further, to purchase and maintain, to the extent permitted by law, insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation against any liability asserted against him and incurred by him in that capacity or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against the liability under law.

(xiii) No principal or income, however, shall be loaned, directly or indirectly, to any firm, person or corporation who has at any time made a contribution to this Corporation, nor to anyone except on the basis of an adequate interest charge and with adequate security; provided, however, that the foregoing prohibition shall not be construed to limit the power of the Corporation to make loans in furtherance of the purposes set forth in subparagraph (a) above.

(xiv) All of the assets of the Corporation shall be dedicated to its stated purposes. No part of the trust fund shall inure to the benefit of or be distributable to its members, directors, officers or

other private person, and no part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation, or of participating in or interviewing in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provision hereof, this Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization which is tax exempt or by an organization donations to which are deductible from taxable income to the extent allowed by the provisions of the Internal Revenue Code and other applicable legislation and regulations as they now exist or may hereafter be amended.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall, except where otherwise expressed, be in no way limited or restricted by any reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

7. Limitation of Purposes. Any other provisions of this instrument notwithstanding, the Corporation shall distribute its income from each taxable year at the time and in the manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

Any other provisions of this instrument notwithstanding, the Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws; nor retain any excess business holdings as defined in Section 4943(c) of the Internal

Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws; nor make any investments in a manner as to incur tax liability under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws; nor make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

8. Dissolution. Upon dissolution of the Corporation, the Corporation shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, distribute all of its assets to an organization or organizations exempt from federal income tax under Section 501(a) and described under Section 501(c)(3) of the Internal Revenue Code of 1954, or its then effective counterpart, for the purposes and objectives set forth in this charter, which organization or organizations shall be selected by the Board of Directors at that time.

9. Board of Directors. Except as otherwise provided by law, the powers of the Corporation are vested in the Board of Directors which may delegate the performance of duties and exercise of powers to officers and agents of the Corporation from time to time as it shall by resolution determine. No member of the Board of Directors shall receive any compensation from the Corporation, even though such person is at the same time an officer of the Corporation.

The number of Directors constituting the initial Board of Directors of the Corporation is seven (7) and the names and addresses of the persons who are to serve as the initial Directors are:

<u>Names</u>	<u>Addresses</u>
Linda Brent	2668 Lake Circle Jackson, MS 39211
Sherry Greener	5435 Charter Oak Place Jackson, MS 39211

<u>Names</u>	<u>Addresses</u>
Sarah Jones	4539 Eastwood Road Jackson, MS 39211
Lucy Mazzaferro	4106 Comanche Drive Jackson, MS 39211
Sonny Stone	4252 N. Honeysuckle Lane Jackson, MS 39211
Jimmy Walker	806 N. Farish Farish Street "Y" Jackson, MS 39202
Monroe Williams	Battlefield Park Jackson, MS 39204

No director or officer shall be liable or answerable for loss in investments made in good faith. No director or officer shall be liable for the acts or omissions of any other officer or director, or of any accountant, agent, counsel or custodian selected with reasonable care. The matter of controlling, managing, investing, and disposing of the property of the Corporation for the purpose of earning income therefrom may be delegated either in whole or in part to one or more trust companies or banks duly authorized to conduct a trust or banking business in this state, as shall from time to time be determined by resolution of the Board of Directors.

10. Membership. The persons who will be members of the Corporation shall be defined in the bylaws.

11. Amendment of Charter. This charter may be amended or modified from time to time by the then members whenever necessary or advisable for the more convenient or efficient administration of the Corporation or to enable the Corporation to carry out its purposes more effectively, but no amendment or modification shall alter the purpose that this Corporation be operated for purposes set forth in Paragraph 6(a) hereinabove, within the United States or any of its possessions, or in a manner which shall make this Corporation ineligible for tax exemption and the donations to it deductible from income to the extent allowed

by the provisions of the Internal Revenue Code and other applicable legislation and regulations as they now exist or as they may hereafter be amended. Every amendment or modification of this agreement shall be made in writing, shall be signed by a majority of the then directors, and shall be adopted and approved by the membership in accordance with Mississippi law. Amendments or modifications may be made in order that this Corporation shall continue to be tax exempt and an organization donations to which are deductible from income to the extent allowed or required by the provisions of the Internal Revenue Code and other applicable legislation and regulations as they now exist or may hereafter be amended.

12. Mississippi Requirements. This Corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among the members of the Corporation, shall vest in each member the right to one vote in the election of all officers as provided in the bylaws, shall make the loss of membership by death or otherwise the termination of all interests of such members in the corporate assets, shall make expulsion the only remedy for nonpayment of dues, and there shall be no individual liabilities against the members for the corporate debts, but the entire corporate property shall be liable for the claims of creditors.

EXECUTED this 30 day of April, 1976.

Sherry Greener  
SHERRY GREENER

Sarah Jones  
SARAH JONES

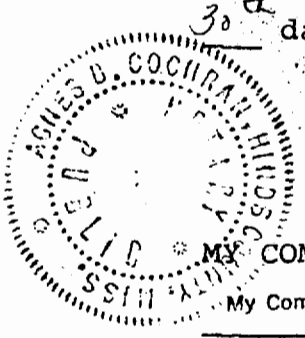
Lucy Mazzaferro  
LUCY MAZZAFERRO

I N C O R P O R A T O R S

STATE OF MISSISSIPPI X  
COUNTY OF HINDS X

This day personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, SHERRY GREENER, SARAH JONES and LUCY MAZZAFERRO, the three incorporators of the Corporation known as NATIONAL JUNIOR TENNIS LEAGUE OF JACKSON, MISSISSIPPI, INC., who acknowledged that they signed and executed the above and foregoing Charter of Incorporation as their act and deed on this the 30<sup>th</sup> day of April, 1976.

GIVEN UNDER my hand and official seal, this the 30<sup>th</sup> day of April, 1976.



Agnes B. Cochran  
NOTARY PUBLIC

MY COMMISSION EXPIRES:  
My Commission Expires February 4, 1980

Received at the office of the Secretary of State this the 26 day of ~~April~~ 1976, 1976, together with the sum of \$20 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Herbert Fisher  
SECRETARY OF STATE

Jackson, Mississippi, JUNE 1, 1976.

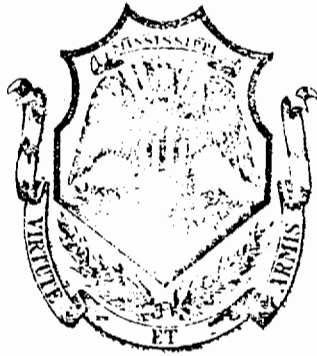
I have examined the Application for a Charter of Incorporation and am of the opinion that it is not violative of the Constitution and laws of this state or of the United States.

A. F. Summer  
ATTORNEY GENERAL

BY George M. Swindell  
ASSISTANT ATTORNEY GENERAL



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

POPE LION'S CLUB OF MISSISSIPPI, INC.

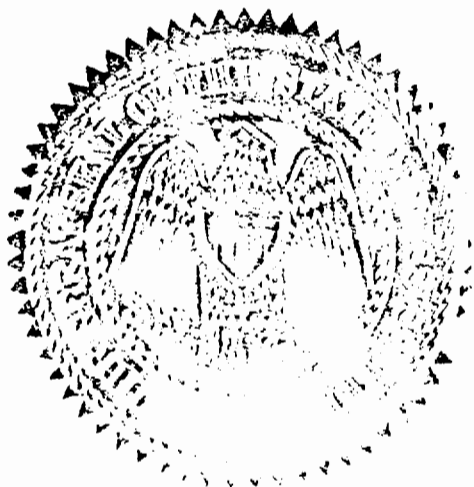
is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 4th day of June A. D., 1976.

*Clair Fitch*  
Governor

By the Governor

*Heber Padner*  
Secretary of State



## RESOLUTION

RESOLUTION OF Pope Lion's Club, an unincorporated association, to incorporate, designating the incorporators, the name of the proposed corporation and authorizing the expenditure of the funds of the association necessary to do so.

Be it resolved by the members of Pope Lion's Club, an unincorporated association of individuals, that it is the best interests of this association that it be forthwith incorporated as a nonprofit corporation under the law of the State of Mississippi applicable thereto and that Tommy Florence, Ben Benson and Barney Pickett are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this association to be named Pope Lion's Club of Mississippi, Inc.; that they are fully empowered to do so and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the association as may be necessary so to do.

## CERTIFICATE

I, Ben Benson, do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is true and correct copy of a Resolution duly adopted at a meeting thereof held on the 17 day of May, 1976, at Pope, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

Witness my signature, this, the 24 day of May, 1976.

Ben Benson  
Secretary

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

POPE LION'S CLUB OF MISSISSIPPI, INC.

1. The corporation title of said company is:

Pope Lion's Club of Mississippi, Inc.

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Tommy Florence	P. O. Box 91	Pope	Mississippi 38658
Ben Benson	RR	Enid	Mississippi 38927
Barney Pickett	104 Pear Street	Pope	Mississippi 38658

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at Pope Mississippi 38658  
 (Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

This is a non-profit corporation, same being a civic improvement organization and as such, it shall issue no shares of stock, as authorized by the provisions of Section 79-11-1, Mississippi Code of 1972, Annotated.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To function as a civic improvement association for the Town of Pope, Mississippi, and surrounding territory, and to do and perform any and all lawful acts and things incidental thereto.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures:

Barney Pickett  
Ben Benson  
Tommy Florence

Incorporators

ACKNOWLEDGMENT

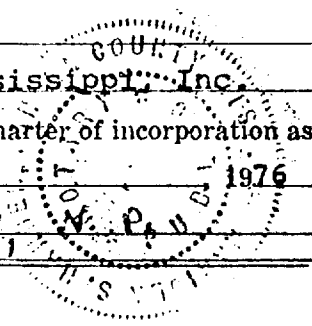
STATE OF MISSISSIPPI

County of PANOLA

This day personally appeared before me, the undersigned authority Tommy Florence  
Ben Benson, Barney Pickett

incorporators of the corporation known as the Pope Lion's Club of Mississippi, Inc.  
who acknowledged that ~~(he)~~ (they) signed and delivered the above and foregoing charter of incorporation as  
~~(his)~~ (their) act and deeds on this the 25<sup>th</sup> day of May 1976

my commission: 3-15-80



STATE OF MISSISSIPPI

County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_  
\_\_\_\_\_, \_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 31<sup>st</sup> day of May  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

Heber Palmer  
Secretary of State

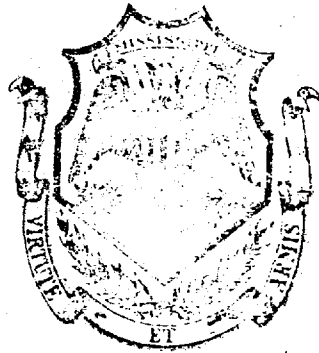
Jackson, Miss., JUNE 1, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tive of the Constitution and laws of the State, or of the United States.

A.F. Semmes  
Attorney General  
By Georgem. Swindell  
Assistant Attorney General

NOTE: In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE DISTRICT II CONCERNED CITIZENS, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 4th day of June A. D., 1976.

*Cliff Fuchs*  
Governor

By the Governor

*Heber Radner*  
Secretary of State



RESOLUTION OF THE DISTRICT II CONCERNED CITIZENS, INC.  
 AN UNINCORPORATED ASSOCIATION, TO INCORPORATE, DESIGNATING THE INCORPORATORS, THE NAME OF THE PROPOSED CORPORATION AND AUTHORIZING THE EXPENDITURES OF THE FUNDS OF THE Organization NECESSARY SO TO DO.

BE IT RESOLVED by the members of the District II Concerned Citizens, an unincorporated association of individuals, that it is to the best interest of this Organization that it be forthwith incorporated as a nonprofit corporation under the laws of the State of Mississippi applicable thereto and that Phillip Belle, President; B. T. Alexander, Vice-President; Mrs. Martha Lee, Secretary; Jim Brinkley, Treasurer and R. L. Edward, Spokesman

are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this The District II Concerned Citizens to be named The District II Concerned Citizens, Inc. that they are fully empowered to do and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the District II Concerned Citizens, Inc. as may be necessary so to do.

C E R T I F I C A T E

I, Mrs. Martha Lee, do hereby certify that I am duly elected, qualified and acting Secretary of the abovementioned unincorporated association of individuals, and that the foregoing is a true and correct copy of a Resolution duly and properly adopted at a meeting thereof held on the 14th day of May, 19' 76 at Route 1, Box 49-A - Lorman, Mississippi 39069 at which a majority of the members were present and said meeting was duly and properly called and held.

Witness my signature, this the 28th day of May, 1976.

/s/ Martha Lee  
 S E C R E T A R Y

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

1. The corporation title of said company is: **THE DISTRICT II CONCERNED CITIZENS, INC.**

2. The names and post office addresses of the incorporators are:  
 (The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Mr. Phillip Belle	Route 1, Box 95	Lorman	Mississippi
B. T. Alexander	Route 1, Box 35	Lorman	Mississippi
Martha Lee	Route 1, Box 49-A	Lorman	Mississippi
Jim Brinkley	Route 1, Box 52	Lorman	Mississippi
R. L. Edward	Route 1, Box 32	Lorman	Mississippi

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at Route 1, Box 49-A Lorman Mississippi 39096  
 (Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 79-11-1, Code of Mississippi of 1972, and amendments thereto.)

Non-profit and no shares of stock shall be issued, this is a civic improvement corporation.

5. Period of existence shall be perpetual. Perpetual

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

- (a) To elevate the status of our Organization and of the individual members of the Organization and to promote and encourage social, cultural and charitable activities for ourselves and for the community as a whole.
- (b) To construct, operate, maintain and improve, and to buy, own, sell convey, assign, mortgage or lease any real estate and any personal property necessary to the operation of the project.
- (c) To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its business; to secure the same by mortgage, pledge or other lien.
- (d) To apply for and obtain or cause to be obtained from the Federal Housing Commissioner, hereinafter called the "Commissioner", a contract or contracts of mortgage insurance pursuant to the provisions of Section 227 (d) (3) of Title II of the National Housing Act, as amended, covering bonds, notes and other evidences of indebtedness issued by this corporation and any indenture of mortgage securing the same.

- (e) To enter into any kind of activity, and to perform and carry out contracts of any kind necessary to, or in connection with or incidental to the accomplishment of the purposes of the corporation.
- (f) To provide housing for low and moderate income families and families displaced from urban renewal areas, or as a result of governmental action, or as a result of major disaster, where no adequate housing exists for such groups, pursuant to Section 221 (d) (3) of the National Housing Act, as amended, and pursuant to any other applicable provisions of the National Housing Act, as amended.
- (g) Notwithstanding any other provision contained herein the corporation formed hereby is authorized to enter into a contract (Regulatory Agreement) with the Secretary of Housing and Urban Development acting by and through the Federal Housing Commissioner and shall be bound by the terms thereof to enable the Commissioner to carry out the provisions of the National Housing Act, as amended. Upon execution, the contract (Regulatory Agreement) shall be binding upon the corporation, its successors and assigns, so long as a mortgage is outstanding, unpaid, and insured or held by the Federal Housing Commissioner.



7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

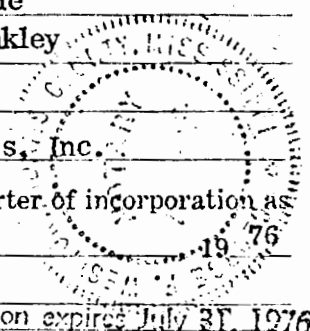
Signatures: Phillip Belle  
B. T. Alexander  
Mrs. Martha Lee  
James Brinkley  
R. L. Edward  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Adams

This day personally appeared before me, the undersigned authority Phillip Belle  
B. T. Alexander, Mrs. Martha Lee, Jim Brinkley  
R. L. Edward  
incorporators of the corporation known as the The District II Concerned Citizens, Inc.  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deeds on this the 28th day of May  
George F. Wat Jr  
My Commission expires July 31, 1976



STATE OF MISSISSIPPI

County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 1st day of June  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

Phillip Belle  
Secretary of State

Jackson, Miss., JUNE 2, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tive of the Constitution and laws of the State, or of the United States.

A. F. Summers  
Attorney General  
By George W. Summers  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will

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# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

ALLIGATOR HUNTING CLUB, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this June 8, A.D., 1976.



*Cliff Fitch*  
Governor

By the Governor

*Heber Padner*  
Secretary of State

RESOLUTION AUTHORIZING APPLICATION  
FOR GRANT OF NON-PROFIT CHARTER OF  
INCORPORATION

"NOW WHEREAS, Alligator Hunting Club, an unincorporated association, is desirous of continuing soliciting members to said club, holding meetings and organized hunts; and

WHEREAS, the creation and organization of a non-profit corporation is necessary and convenient to accomplish the soliciting of members and holding meetings and organized hunts; and

WHEREAS, certain adult members of Alligator Hunting Club, an unincorporated association, namely T. W. Pierce, McKea E. Adcock, and Jerry W. Bass, are agreeable to making application for said grant of charter for a non-profit corporation to accomplish the desires of the said association when authorized, empowered and directed so to do;

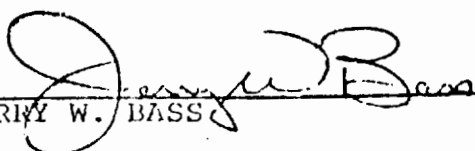
NOW, THEREFORE,

BE IT RESOLVED: By the members of the Alligator Hunting Club, an unincorporated association of individuals, that it is to the best interest of the club that it be forthwith incorporated as a non-profit corporation under the laws of the State of Mississippi applicable thereto; and that T. W. Pierce, McKea E. Adcock and Jerry W. Bass are elected, appointed, designated and authorized to act as incorporators in applying for a charter of the club to be named ALLIGATOR HUNTING CLUB, INC.; and that they are fully empowered to do and perform any and all acts necessary to secure said charter and are authorized to expend such funds of the club as may be necessary to so do.

CERTIFICATE

I, the undersigned Secretary of Alligator Hunting Club, do hereby certify that the above and foregoing instrument is a true and exact copy of a certain Resolution adopted by the above named association on the 4th day of June, 1976, at Jackson, Mississippi.

WITNESS MY SIGNATURE as Secretary of Alligator Hunting Club, an unincorporated association, on this, the 8th day of June, 1976.

  
JERRY W. BASS

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

ALLIGATOR HUNTING CLUB, INC.

1. The corporation title of said company is:

ALLIGATOR HUNTING CLUB, INC.

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
T. W. Pierce	Route 2, Box 543 A	Crystal Springs, Miss.	39059
McKea E. Adcock	356 Francis Street	Jackson, Mississippi	39206
Jerry W. Bass	1168 Traceland Drive	Madison, Mississippi	39110

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at 356 Francis Street, Jackson, Mississippi 39206

(Street and No.)

(City)

(State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

Nonprofit and no shares of stock shall be issued, and the organization is a sportsmen's club organized for the purposes of good fellowship, and to promote good conservation practices, same being a fraternal and civic improvement organization.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The corporation is created for the purpose of establishing a hunting club, soliciting members to said club, and holding meetings and organized hunts.

The club shall have the rights and powers to own land, lease land, own buildings, lease buildings, control the boundaries of the club and its members, and to organize established hunts and organized activities for the members and families and guests.

The club shall further encourage the safe use of firearms and shall encourage good fellowship, good sportsmanship, and a rigid enforcement of the State Game and Fish laws, rules and regulations.

The club shall further encourage good conservation practices of natural resources, game and fowl.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

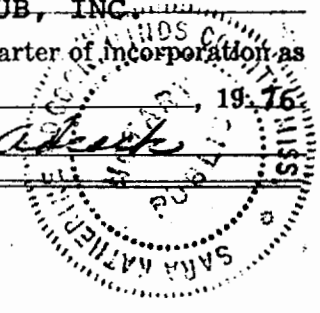
Signatures: T. W. Pierce  
Mr. McKea E. Adcock  
Jerry W. Bass  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

**ACKNOWLEDGMENT**

STATE OF MISSISSIPPI }  
County of HINDS

This day personally appeared before me, the undersigned authority T. W. Pierce  
McKea E. Adcock, Jerry W. Bass,

incorporators of the corporation known as the ALLIGATOR HUNTING CLUB, INC.  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deeds on this the 8th day of June, 1976  
My commission expires 4-7-80 Sara Katherine Adcock  
Notary Public



STATE OF MISSISSIPPI }  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_  
\_\_\_\_\_, \_\_\_\_\_,  
\_\_\_\_\_, \_\_\_\_\_,  
\_\_\_\_\_  
incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_

Received at the office of the Secretary of State this the 8 day of June  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

Heber Parker  
Secretary of State

Jackson, Miss., JUNE 8, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

A.F. Hammer Attorney General  
By George W. Swinford Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

# State of Mississippi



## Office of Secretary of State Jackson

I, **HEBER LADNER**, Secretary of State of the State of Mississippi, do hereby certify  
that the **CHARTER OF INCORPORATION OF**

**SOUTHERN PRODUCERS OF AQUATIC PRODUCTS ASSOCIATION**

hereto attached, together with a duplicate thereof, were pursuant to the provisions  
of Chapter 5, Title 19, Code of Mississippi of 1942, and amendments thereto, filed  
in my office this the 9th day of June, 1976, and  
one copy thereof recorded in this office in Record of Incorporations Photostat Book  
No. 226, at pages 295 - 298, and the other copy thereof returned to said  
association.

Given under my hand and Seal of office  
hereunto affixed this 9th day of

June, 1976

*Heber Ladner*

Secretary of State.

ARTICLES OF ASSOCIATION

OF

SOUTHERN PRODUCERS OF AQUATIC PRODUCTS ASSOCIATION

FIRST: The name of the association is: SOUTHERN PRODUCERS OF AQUATIC PRODUCTS ASSOCIATION.

SECOND: The period of its duration is: 99 years.

THIRD: The specific purpose or purposes for which the association is organized stated in general terms are:

An association may be organized to engage in any activity in connection with the catching, growing, breeding, handling, shipping, or utilization, or moving or marketing of the by-products thereof of aquatic products and fur bearing products, of every description, and with the marketing or selling of aquatic products of its members, or with the catching, harvesting, preserving, drying, processing, manufacturing, canning, packing, grading, storing, handling, shipping, or utilization thereof, or the manufacturing or marketing of the byproducts thereof; or in connection with the manufacturing, selling, or supplying to its members of machinery, equipment, or supplies; or in the financing of the above-enumerated activities; or in any one or more of the activities specified herein.

This association shall have all powers granted in Section 79-21-61 of the Mississippi Code of 1972 Annotated. The association shall also have the right to engage in any and all acts in connection with the catching, trapping and sale of fur bearing products.

FOURTH: The association is organized with 200 shares of common stock with the par value of \$25.00 per share. Each share of stock shall have the right to vote.

The association shall have \$5,000.00 in preferred stock in denominations of \$5.00, \$10.00 and \$25.00, which preferred stock shall not have the right to vote.

FIFTH: The post office address of its/<sup>principal place of business and</sup> initial registered office is: Post Office Box 126, Pleasure Street, Clermont Harbor, Mississippi 39551, and the name of its initial registered agent at such address is Walter Dardar.



SIXTH: The number of directors constituting the initial Board of Directors of the Association is eight (8), and the names and addresses of the persons who are to serve as directors for a period of sixty (60) consecutive days beginning on date of association, are:

<u>John Bordages</u>	<u>Lakeshore Post Office</u> <u>Lakeshore, Mississippi 39558</u> <u>Box 3</u>
<u>Joe Alphonse</u>	<u>Lakeshore, Mississippi 39558</u> <u>Post Office Box 126</u>
<u>Walter Dardar</u>	<u>Clermont Harbor, Mississippi 39551</u> <u>Rt. 2, Box 512</u>
<u>James K. Fucich</u>	<u>Bay St. Louis, Mississippi 39520</u> <u>Box 52</u>
<u>Norvin D. Luxich</u>	<u>Clermont Harbor, Mississippi 39551</u> <u>Rt. 2, Box 510</u>
<u>Vincent Ortiz</u>	<u>Bay St. Louis, Mississippi 39520</u> <u>Box 401</u>
<u>Richard Schaefer</u>	<u>Bay St. Louis, Mississippi 39520</u> <u>Second Street</u>
<u>J. C. Schubert</u>	<u>Bay St. Louis, Mississippi 39520</u>

SEVENTH: The name and post office address of each incorporator is:

<u>James K. Fucich</u>	<u>Rt. 2, Box 512</u> <u>Bay St. Louis, Mississippi 39520</u>
<u>Vincent Ortiz</u>	<u>Rt. 2, Box 510</u> <u>Bay St. Louis, Mississippi 39520</u> <u>Box 401</u>
<u>Richard Schaefer</u>	<u>Bay St. Louis, Mississippi 39520</u>

DATED: June 1, 1976  
INCORPORATORS:

James K. Fucich  
JAMES K. FUCICH

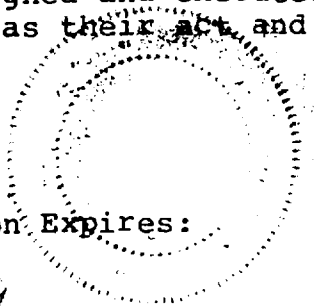
Vincent Ortiz  
VINCENT ORTIZ

Richard Schaefer  
RICHARD SCHAEFER

STATE OF MISSISSIPPI  
COUNTY OF HANCOCK

Personally appeared before me, the undersigned authority, in and for the aforesaid County and State, JAMES K. FUCICH, VINCENT ORTIZ and RICHARD SCHAEFER, Incorporators of the association known as the SOUTHERN PRODUCERS OF AQUATIC PRODUCTS ASSOCIATION, who acknowledged that they signed and executed the above and foregoing Articles of Association as their act and deed on this the 2<sup>nd</sup> day of June, A. D., 1976.

(SEAL)



[Signature]  
NOTARY PUBLIC

My Commission Expires:

8/24/79

R E S O L U T I O N

AT A REGULAR MEETING OF THE SOUTHERN PRODUCERS OF AQUATIC PRODUCTS ASSOCIATION, HELD ON MAY 2, 1976, WHICH MEETING WAS ATTENDED BY THE FOLLOWING MEMBERS:

John Bordages	Joe Alphonse
Walter Dardar	James Paulk, Sr.
James K. Fucich	James Paulk, Jr.
Norvin D. Luxich	Richard Schaefer
Vincent Ortiz	J. C. Schubert

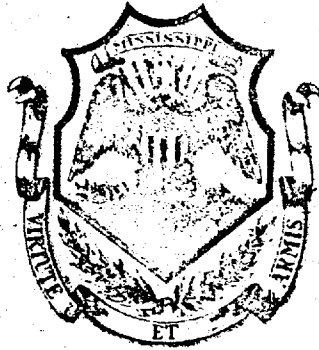
and the following resolution was made, seconded and duly adopted unanimously:

BE IT RESOLVED, that James K. Fucich, Richard Schaefer and Vincent Ortiz are hereby authorized to proceed with the formation of a cooperative association for the Southern Producers of Aquatic Products, said association to be called SOUTHERN PRODUCERS OF AQUATIC PRODUCTS ASSOCIATION.

I, Richard Schaefer, Secretary of Southern Producers of Aquatic Products Association, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the said Southern Producers of Aquatic Products Association, on the 2<sup>nd</sup> day of June, A. D., 1976.

Richard Schaefer  
SECRETARY

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SOUTHEASTERN ENVIRONMENTAL PLANNING ASSOCIATION, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 9th day of June A. D., 1976.

*Clayton Fuchs*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State



CERTIFIED COPY OF RESOLUTION AUTHORIZING APPLICATION FOR  
ARTICLES OF INCORPORATION OF  
SOUTHEASTERN ENVIRONMENTAL PLANNING ASSOCIATION, INC.

This is to certify that the following Resolution was adopted by the members attending a meeting at 1121½ Jackson Ave., Oxford, Mississippi, on May 18, 1976, at which an association known as Southeastern Environmental Planning Association, Inc., was organized:

RESOLVED, that the following were elected officers of the association of the corporation known as Southeastern Environmental Planning Association, Inc.:

David G. Hill, President

Catherine V. Kilgore, Vice-President

William M. Champion, Secretary


RESOLVED FURTHER, that David G. Hill, President, Catherine V. Kilgore, Vice-President and William M. Champion, Secretary of the association be, and they hereby are authorized to apply to the Secretary of State of the State of Mississippi for a Charter of Incorporation as a nonprofit, non-share corporation under the provision of Section 79-11-1 et seq., Mississippi Code of 1942, as amended, of this association, and to take all actions and to do all things necessary and advisable in connection therewith, for and as the act and deed of the association and corporation.

RESOLVED FURTHER, that the corporate title of the corporation herein authorized shall be "Southeastern Environmental Planning Association, Inc."

Adopted this the 18th day of May, 1976.

The foregoing is hereby certified to be a true and correct copy of a Resolution adopted by the above named association on May 18, 1976.

This the 18<sup>th</sup> day of May, 1976.

  
WILLIAM M. CHAMPION  
Secretary  
1121½ Jackson Ave.  
Oxford, Mississippi


STATE OF MISSISSIPPI

BOOK 226 PAGE 301

COUNTY OF LAFAYETTE

This day personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named William M. Champion, secretary of the corporation known as the Southeastern Environmental Planning Association, Inc., who acknowledged that he signed and executed the above and foregoing resolution as his act and deed on this the 18<sup>th</sup> day of May, 1976.

Sworn to and subscribed before me on this the 18<sup>th</sup> day of May, 1976.



~~NOTARY PUBLIC~~

**BILL PLUNK**  
CHANCERY CLERK  
Lafayette County, Mississippi

My Commission Expires:

My Commission Expires Jan 7, 1980

THE CHARTER OF INCORPORATION OF  
SOUTHEASTERN ENVIRONMENTAL PLANNING ASSOCIATION, INC.

1. The corporate title of said organization is  
SOUTHEASTERN ENVIRONMENTAL PLANNING ASSOCIATION, INC.
2. The names and addresses of the incorporators are  
DAVID G. HILL, BOX 7584, UNIVERSITY, MS 38677  
CATHERINE V. KILGORE, BOX 3569, UNIVERSITY, MS 38677  
WILLIAM M. CHAMPION, 206 MCLAURIN DR., OXFORD, MS 38655  

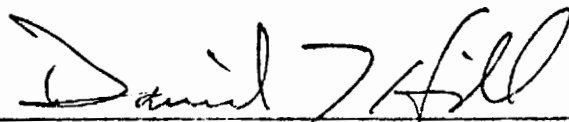
who are each adult resident citizens of the state of Mississippi; and who are authorized to apply for a charter of incorporation by the attached extract from the minutes of the Southeastern Environmental Planning Association, a non-profit charitable association.
3. The domicile of the corporation is 1121 1/2 Jackson Avenue, Oxford, Mississippi, and the post office address of the corporation is Box 1132, Oxford, MS 38655.
4. The corporation is non-profit and no shares of stock shall be issued, and such corporation is a non-profit charitable association.
5. The period of existence shall be perpetual.
6. The purposes for which the corporation is created are to promote and maintain the environmental quality of the State of Mississippi and surrounding areas through:
  - a) Research-including the non-partisan gathering of data with respect to regional environmental problems and planning needs as a basis for environmental planning.
  - b) Public Information Services-including the non-partisan providing of information concerning regional environmental problems and planning to the general public, state governmental bodies, citizens groups, educational institutions, and the legal profession.
  - c) Advisory Services-including the providing of non-partisan advisory services in the area of environmental planning to the general public, the legal profession, state governmental bodies, citizens groups, and educational institutions.
  - d) Active Solution of Environmental Problems: including the preparation, filing, and pursuit of necessary litigation in the areas of environmental problems and planning.

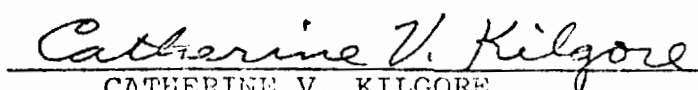
All of the assets of the corporation shall be dedicated to its stated purposes. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay a reasonable compensation for services rendered and

to make payments and distributions in furtherance of the purposes set forth in paragraph 6 hereof. The corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Chancery Court of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

7. Such corporation shall not be required to make publication of its charter shall issue no shares of stock, shall divide no dividends or profits among their members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

  
 \_\_\_\_\_  
 DAVID G. HILL

  
 \_\_\_\_\_  
 CATHERINE V. KILGORE

  
 \_\_\_\_\_  
 WILLIAM M. CHAMPION

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

This day personally appeared before me, the undersigned authority at law in and for the jurisdiction aforesaid, the within named David G. Hill, Catherine V. Kilgore, and William M. Champion, incorporators of the corporation known as the Southeastern Environmental Planning Association, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 2<sup>nd</sup> day of June, 1976.

Sworn to and subscribed before me on this the 2<sup>nd</sup> day of June, 1976.



Bill Plunk - Chauncey Clerk  
NOTARY PUBLIC

By: Thomas Ayler, D.C.

My Commission Expires January 7, 1980



Received at the office of the Secretary of State, this, the  
20<sup>th</sup> day of May, A.D., 1976, together with the sum of \$20.00  
deposited to cover the recording fee and referred to the  
Attorney General for his opinion.

(Signed)

*Robert Palmer*  
Secretary of State

JACKSON, MISS.

JUNE 4, 1976

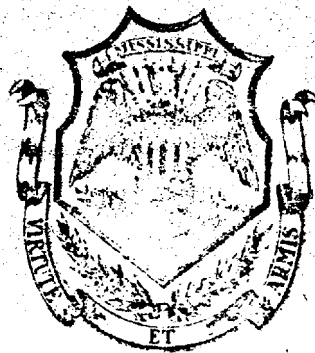
I have examined this charter of incorporation and am of the  
opinion that it does not violate the constitution and laws  
of this state, or of the United States.

(Signed)

*A. F. Lemmon*  
Attorney General

By: *George M. Smith*  
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

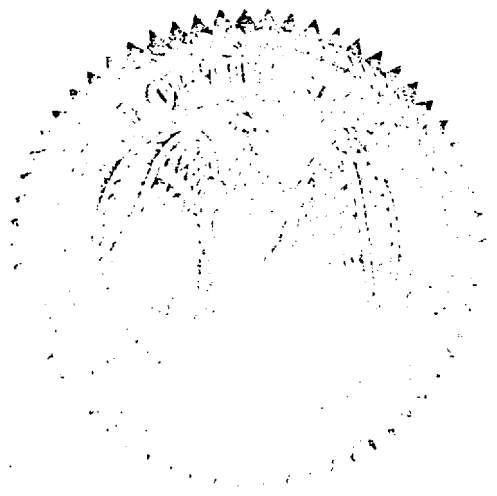
JACKSON

The within and foregoing Charter of Incorporation of

ITAWAMBA COUNTY VOLUNTARY FIRE DEPARTMENT NO. III, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 9th day of June A. D., 1976.



*Calvin T. Tucker*  
Governor

By the Governor

*Heber Lodner*  
Secretary of State

RESOLUTION OF ITAWAMBA COUNTY VOLUNTARY FIRE DEPARTMENT, AN UNINCORPORATED ASSOCIATION, TO INCORPORATE, DESIGNATING THE INCORPORATORS, THE NAME OF THE PROPOSED CORPORATION AND AUTHORIZING THE EXPENDITURE OF THE FUNDS OF THE ASSOCIATION NECESSARY TO DO SO.

BE IT RESOLVED BY the members of ITAWAMBA COUNTY VOLUNTARY FIRE DEPARTMENT, an unincorporated association of individuals, that it is to the best interests of this association that it be forthwith incorporated as a nonprofit corporation under the laws of the State of Mississippi applicable thereto and that Howard McDaniel, President; Bill Wright, Vice-President; and Johnny Harrison, Secretary-Treasurer; are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this association to be named ITAWAMBA COUNTY VOLUNTARY FIRE DEPARTMENT NO. III, INC.; that they are fully empowered to do and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the association as may be necessary to do so.

CERTIFICATE

I, JOHNNY HARRISON, do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is a true and correct copy of a Resolution duly and properly adopted at a meeting thereof held on the 16th day of April, 1976, at the Evans Lumber Mill, Evergreen, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

Witness my signature, this the 8th day of May, 1976.

*Johnny Harrison*

THE CHARTER OF INCORPORATION OF  
ITAWAMBA COUNTY VOLUNTARY FIRE DEPARTMENT NO. III, INC.

1. The corporate title of said company is:

ITAWAMBA COUNTY VOLUNTARY FIRE DEPARTMENT NO. III, INC.

2. The names and post office addresses of the incorporators are:

Howard McDaniel	Fulton, Mississippi 38843
Bill Wright	Nettleton, Mississippi 38858
Johnny Harrison	Nettleton, Mississippi 38858

All of the above named incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at Route 1, Nettleton, Mississippi 38858.

4. This Corporation is a non-profit fire company and no shares of stock will be issued.

5. The period of its existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

A. To associate its members together for their mutual benefit and to further the rehabilitation of said members, and to that end operate a voluntary fire department in Itawamba County, Mississippi, for fire protection and fire fighting of all properties in Itawamba County, Mississippi, and to own and operate all types of fire fighting equipment such as fire-trucks, tanks, hoses, pumps and any and all other types of equipment used in fire protecting and fire fighting, and to engage in any activity related to fire fighting and fire protection.

B. To borrow from any source, money goods and services without limitation as to amount of corporate indebtedness or liability and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

C. To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereof.

D. To establish reserves and to invest the funds thereof in stocks, bonds and other property as the board of directors may deem satisfactory.

E. To levy assessments in such manner and in such amount as may be provided in the laws of this corporation.

F. To have and exercise all powers, privileges and rights conferred by the laws of the State of Mississippi, and all powers and rights incidental thereto, which may be necessary for and in aid of this corporation as formed, organized and operated in accordance with the provisions of the act under which this corporation is incorporated.

G. The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all of which are hereby expressly claimed.

7. Shall divide no dividends or profits among their members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

SIGNATURES: Howard McDaniel  
Bill Wright  
Johnny Harrison  
Incorporators

ACKNOWLEDGEMENT

STATE OF MISSISSIPPI  
COUNTY OF ITAWAMBA

This day personally appeared before me, the undersigned authority, Howard McDaniel, Bill Wright, and Johnny Harrison, incorporators of the corporation known as the Itawamba County Voluntary Fire Department No. III, Inc., who acknowledged that they signed and delivered the above and foregoing charter of incorporation as their act and deed on this 28th day of May, 1976.

Charlie McCarthy  
NOTARY PUBLIC

Charney Clark

By: Wanda Barnes, D.C.

MY COMMISSION EXPIRES:

Jan. 7, 1980

Received at the office of the Secretary of State, this the 11<sup>th</sup> day of May

A. D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[Signature]  
SECRETARY OF STATE

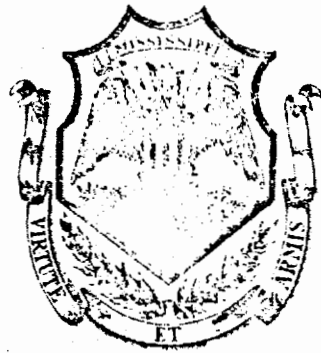
Jackson, Miss.,

JUNE 4, 1976

I have examined this Application for A Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. F. Summer  
ATTORNEY GENERAL  
By George M. Swindell  
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

ROSS GRIMES CAMP - ALLIGATOR INCORPORATED HUNTING CLUB

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 9th day of June A. D., 1976.

*Caleb Fucip*  
Governor

By the Governor

*Heber Padner*

Secretary of State



RESOLUTION OF Ross Grimes Camp - Alligator Hunting Club, An Unincorporated Association, To Incorporate, Designating the incorporators, The name of the proposed corporation and authorizing the expenditure of the funds of the association necessary to do so.

Be it resolved by the members of Ross Grimes Camp - Alligator Hunting Club, an unincorporated association of individuals, that it is the best interests of this association that it be forthwith incorporated as a nonprofit corporation under the law of the State of Mississippi applicable thereto and that Ross Grimes, A. D. Sanders, and John Hurt are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this association to be named Ross Grimes Camp - Alligator Incorporated Hunting Club; that they are fully empowered to do so and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the association as may be necessary so to do.

CERTIFICATE

I, Mary Louise Grimes, do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is true and correct copy of a Resolution duly adopted at a meeting thereof held on the 6th day of May, 1976, at Ross Grimes Residence, Madison, Mississippi at which a majority of the members were present, and said meeting was duly and properly called and held.

Witness my signature this the 7th day of June, 1976.

Secretary Mary Louise Grimes  
Mary Louise Grimes



Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

1. The corporate title of said company is:

Ross Grimes Camp - Alligator Incorporated Hunting Club

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Ross Grimes	Rt. 8 Box 429	Jackson	Mississippi
A. D. Sanders	1344 Diana Drive	Jackson	Mississippi
John Hurt	220 Beach Craft Drive	Jackson	Mississippi

All the corporators are adult resident citizens of the State of Mississippi.

3. The domicile is at Route 8, Box 429 Jackson Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

Ross Grimes Camp - Alligator Incorporated Hunting Club is a non-profit corporation. No shares of stock will be issued. This is a fraternal and civil improvement corporation.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purpose of said club is to join together said members for recreation and pleasure and to promote sportsmanship in the field. Said club to abide by the rules set up by the Mississippi Game and Fish Commission. The function of the club is to take wild game from the field in an organized manner. Said club to be governed by a Board of Directors. The Board of Directors to have all power in making policies and decisions affecting said club, said policies to be carried out and enforced by the President of said corporation.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: [Signature]  
Ross Grimes  
[Signature]  
A. D. Sanders  
[Signature]  
John Hurt  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of Hinds

This day personally appeared before me, the undersigned authority  
Ross Grimes, A. D. Sanders, John Hurt

incorporators of the corporation known as the Ross Grimes Camp - Alligator Inc. Hunting Club  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the 9<sup>TH</sup> day of JUNE  
My Commission Expires April 9, 1977  
[Signature]

STATE OF MISSISSIPPI  
County of Hinds

This day personally appeared before me, the undersigned authority  
Ross Grimes, A. D. Sanders, John Hurt

incorporators of the corporation known as the Ross Grimes Camp - Alligator Inc. Hunting Club  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the 9<sup>TH</sup> day of JUNE  
My Commission Expires April 9, 1977  
[Signature]

Received at the office of the Secretary of State this the 9<sup>th</sup> day of June  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the  
Attorney General for his opinion.  
[Signature]  
Secretary of State

Jackson, Miss., JUNE 9, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.  
[Signature]  
Attorney General  
By [Signature]  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

ALPHA AND OMEGA NONDENOMINATIONAL CHURCH, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 10th day of June A. D., 1976.

*Cliff Fitch*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State





DEPARTMENT OF JUSTICE  
**Office of the Attorney General**  
JACKSON, MISSISSIPPI 39205

A. F. SUMMER  
ATTORNEY GENERAL

June 9, 1976

GEORGE M. SWINDOLL  
ASSISTANT ATTORNEY GENERAL

BOOK 226 PAGE 316

Mr. Herman Glazier  
Executive Assistant  
to the Governor  
New Capitol Building  
Jackson, Mississippi 39205

Re: Application for domestication  
of Alpha and Omega Non-  
Denominational Church, Inc.

Dear Mr. Glazier:

In accordance with your request of June 4, 1976, regarding the above captioned foreign corporation, I have examined the documents enclosed herewith and find nothing in said charter or articles of incorporation or association that is violative of the Constitution or the Laws of this State.

It is understood, of course, that upon domestication of said corporation, it shall, regardless of any provisions of its charter or the laws of the state of its creation, become subject to all the relevant laws of the State of Mississippi and particularly, the last sentence of Section 79-1-23, Mississippi Code of 1972.

With kind regards, I am

Very truly yours,

George M. Swindoll  
Assistant Attorney General

GMS: cm  
Enclosures

SCALES & SCALES  
ATTORNEYS AT LAW  
1940 DEPOSIT GUARANTY PLAZA  
POST OFFICE BOX 1176  
JACKSON, MISSISSIPPI 39205

May 28, 1976

TELEPHONE (601) 948-5408

CLARENCE R. SCALES  
JEANNE D. SCALES

FRED T. RUCKER  
C. RAY SCALES, JR.  
WILLIAM B. THOMPSON, JR.

BOOK 226 PAGE 317

Governor Cliff Finch  
New Capital Building  
Jackson, Mississippi 39205

RE: Domestication of the Alpha and  
Omega Non-Denominational  
Church, Inc.

Dear Governor Finch:

I am writing this letter pursuant to Section 79-1-19, Section 79-1-21  
ibid Miss. Code Ann. 1972 as Amended, to request domestication of a  
foreign non-profit church corporation in Mississippi. Enclosed you will  
find the necessary documents required under the statute for domestication.

I respectfully request that the Alpha and Omega Non-Denominational  
Church, Inc. be domesticated under the Laws of the State of Mississippi.

If there are any questions concerning this matter, please feel free  
to contact me at my office at any time.

Thanking you very kindly in advance.

Yours sincerely,

SCALES & SCALES

  
C. Ray Scales, Jr.

CRSJR:db

Enclosures

CERTIFIED COPY OF

RESOLUTION DESIGNATING MISSISSIPPI AGENT

THIS IS TO CERTIFY, That at a meeting of the Board of Directors of Alpha and  
Omega Non-Denominational Church, Inc.

properly convened and held on the 21st day of May, 1976,  
the following resolution was duly adopted:

"RESOLVED, that C. Ray Scales, Jr. of Scales & Scales Attorneys at Law  
1940 Deposit Guaranty Plaza Building, of Jackson  
(Post Office Address showing street and number)

Mississippi, be and he hereby is designated and appointed the resident agent of this Corporation in the State of Mississippi upon whom service of process against this Corporation may be had in the event of any suit against this Corporation in said State; and that all prior designations and appointments of resident agent be and the same are hereby revoked."

WITNESS my signature, and the Seal of said Company, at Jackson, Mississippi

this the 21 day of May A. D., 19 76

Ray Myster McAllister  
President



ACCEPTANCE BY AGENT

The undersigned hereby accepts the above designation and appointment as resident agent for service of process.

Date at Jackson, Miss., this the 21 day of May, 19 76

by: C. Ray Scales, Jr.  
SCALES & SCALES

CERTIFIED COPY OF  
RESOLUTION DESIGNATING MISSISSIPPI AGENT

BOOK 226 PAGE 319

THIS IS TO CERTIFY, That at a meeting of the Board of Directors of Alpha and  
Omega Non-Denominational Church, Inc.

properly convened and held on the 21st day of May, 1976,  
the following resolution was duly adopted:

"RESOLVED, that C. Ray Scales, Jr. of Scales & Scales Attorneys at Law  
1940 Deposit Guaranty Plaza Building, of Jackson  
(Post Office Address showing street and number)

Mississippi, be and he hereby is designated and appointed the resident agent of this Corporation in the State of Mississippi upon whom service of process against this Corporation may be had in the event of any suit against this Corporation in said State; and that all prior designations and appointments of resident agent be and the same are hereby revoked."

WITNESS my signature, and the Seal of said Company, at Jackson, Mississippi

this the 21 day of May A. D., 1976.

See Myrtle McAllister  
President

IMPRESS  
SEAL HERE

ACCEPTANCE BY AGENT

The undersigned hereby accepts the above designation and appointment as resident agent for service of process.

Date at Jackson, Miss., this the 21 day of May, 1976

by: SCALES & SCALES  
C. Ray Scales, Jr.

STATE OF CALIFORNIA  
**SECRETARY OF STATE**

111 CAPITOL MALL  
SACRAMENTO 95814

No. 911932

BOOK **226** PAGE **320**

4-12-75

DATE K.H.

Rev. Myrtle Mc Allister  
212 So. Prentiss  
Jackson, MS 39203

COUNTY OR STATE

STOCK VALUE

DATE OF INCORPORATION

IF STATEMENT INDICATES BALANCE DUE, DETACH THIS PART AND RETURN WITH REMITTANCE

CORPORATION NO. \_\_\_\_\_

RE: ALPHA AND OMEGA NON-DENOMINATIONAL CHURCH, INC.

AMOUNT CHARGED

\$65.00	Filing articles of incorporation stock (including ( ) Certified Copies)		
15.00	Filing Articles—Nonprofit (including ( ) Certified Copies)		
350.00	Filing Statement and Designation, Foreign Corporation		
15.00	Filing Statement and Designation, Nonprofit		
2.00	Affixing certificate and seal to copy		2 00
1.00	Comparing		
30¢ per page	Making copy	4	1 20
15.00	Filing certificate re amendment articles of incorporation		
15.00	Filing document supplementing or amending qualification papers, foreign corporation		
	Filing agreement of merger or consolidation and certificates constituent corporations		
15.00	Filing certificate of election to wind and dissolve		
15.00	Filing certificate of final dissolution		
10.00	Filing application to trademark, and/or service mark, and/or renewal		
5.00	Recordation of assignment of trademarks and/or service marks		
15.00	Filing designation of agent		
3.00	Issuing certificate of filing		
3.00	Issuing certificate of good standing		
3.00	Issuing certificate of listings re corporate documents		
5.00	Filing certified copy of decree changing name		
2.00	Certifying to qualification of (officer)		
5.00	Attesting commission		
1.00	Reproduction statement of officers		
	Special handling		
	Minimum franchise tax prepayment		
	TOTAL CHARGES		3 20
	AMOUNT RECEIVED		10 00
	REFUND		5 00
	<b>BALANCE DUE</b>		

No. 911932



# STATE OF CALIFORNIA



BOOK 226 PAGE 321

OFFICE OF THE  
SECRETARY OF STATE

## (PHOTOCOPY CERTIFICATION)

I, *MARCH FONG EU*, Secretary of State of the State of California,  
heroby certify:

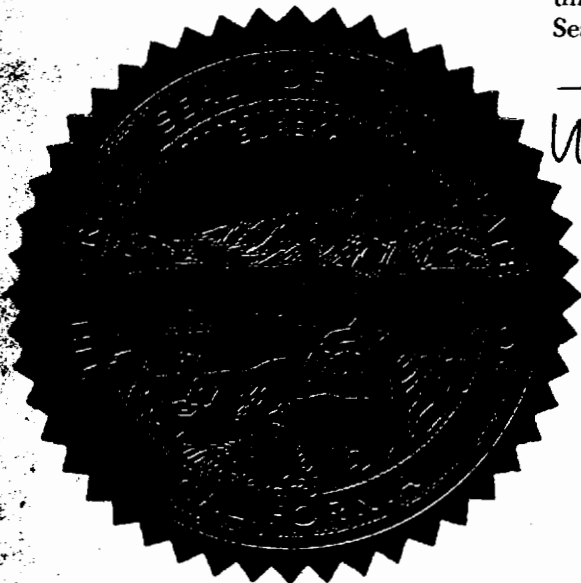
That the photographic reproduction hereunto annexed was prepared by  
and in this office from the record on file of which it purports to be a copy,  
and that it is full, true and correct.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this

APR 3 - 1976

*March Fong Eu*

Secretary of State



OK  
6/7

ARTICLES OF INCORPORATION

OF

ALPHA AND OMEGA NONDENOMINATIONAL CHURCH

INC.

FILED

475226

Inter-Denominational

Non-Profit

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are citizens and residents of the State of California, have this day voluntarily associated ourselves together for the sole purpose of forming a non-profit religious corporation under and by virtue of the laws of the State of California.

AND WE DO HEREBY SET FORTH, DECLARE AND CERTIFY:

FIRST: That the name of said religious corporation is and shall be known as: ALPHA AND OMEGA NONDENOMINATIONAL CHURCH, INC.

SECOND: That the said corporation does not contemplate pecuniary gain or profit to the members thereof.

ARTICLE I: That the specific and primary purpose for which the corporation is being formed is as follows: Religious.

THE GENERAL PURPOSES AND POWERS OF THE CORPORATION ARE:

(A) To form a group of persons of good moral character, to conduct and maintain religious services for the actual, spiritual and moral prowell, benefit and advancement of its members. To advocate and teach world union of spiritual unity, tolerance, prosperity and peace to all man-kind. To protect its members against fraud, and instruct them in all walks of life, and render aid and help with their personal problems, with advice, private consultation and prayer. To see to it that its members shall be mutually helpful to each other in every way and particularly to a member in sickness and distress; and to provide means when necessary, to properly and decently bury the mortal remains of a deceased member of the corporation. To help Christians or individuals of any denomination, race, creed or color. To promote fellowship and love and to assist churches, lodges, hospitals, clubs, social or civic, classes, circles and religious groups with their intellectual, spiritual and financial needs. To promote programs, drives, campaigns, Revivals and meetings for education and study, and make contributions towards the rehabilitation of less fortunate Christians, to create, maintain and operate character building groups and youth centers.

To conform to law enforcement and all ordinances and cooperate with other public, religious, and social organizations. To train and advise its members to be alert for volunteer serv-

Violation of right to amend articles

Top

1 see in any field of emergency if and when called on by the proper  
2 authority.

3 To form and operate churches, classes, circles and groups to in-  
4 terpret the spiritual, moral and intellectual advancement of re-  
5 ligious and believers of every creed, faith, color or denomination  
6 and instruct in the use and manifestation of Divine Guidance.

7 (B) To institute, assist, conduct and carry on by teaching courses,  
8 text-books, readings and other familiar methods customarily used  
9 to imparting knowledge of those fundamental laws of spiritual and  
10 material life existing in our personal Divine Image. All of which  
11 is done under the constitutional rights to study, obtain and ap-  
12 ply scientifically and religiously all such educational information  
13 and knowledge that each individual may desire, wish or deem vitally  
14 necessary or essential for his or her spiritual growth or welfare.

15 To establish, conduct, teach and advocate Prayer Bands, Prayer As-  
16 semblies, Prayer Classes, in homes, churches, hotels and public  
17 places. To preach, pray and teach the gospel on streets, h'ghways  
18 or roads, lecture, visit and administer aid, assistance, prayer or  
19 consultation to the sick, destitute or less fortunate, inmates in  
20 prisons, patients in hospitals, jails, penitentiaries, farms, work-  
21 houses and other penal institutions; slum or blighted and disaster  
22 areas, in conformity with all laws and ordinances.

23 (C) To give in a manner, as above stated, to all people seeking  
24 and in search of the intellectual spiritual knowledge and such  
25 vital facts concerning our version of mortal life as we have seen  
26 it in the past and will observe it in the near future. To preach,  
27 the arts, sciences or religions which may include such known sub-  
28 jects that will interpret for each of us the intelligence and true  
29 knowledge of the Spirit of God within each of us. The recreation  
30 of life and the spiritual existence of life within our own image  
31 and being.

32 (D) To train, ordain, license and appoint men and women, Bishops,  
33 Ministers, Preachers, Elders, Evangelists, Teachers, Practitioners,  
34 Lecturers, Deacons, Deaconess and Healers who have completed the  
35 requisite courses as prescribed and required by this religious  
36 corporation, and to establish similar branches by law in the State  
37 of California, and in any other State, and in all States of the  
38 United States of America and in any and all countries of the earth.

39 (E) To administer temporalities of this non-profit religious cor-  
40 poration, to acquire, purchase, own, control, manage, lease, trans-  
41 fer, encumber, sell and hold in trust for its own use and benefit  
42 all of the buildings and property, both real and personal of said  
43 non-profit corporation; to receive bequests and to invest its funds  
44 in any type of legal securities or lawful business or investment  
45 whatsoever. To create and operate a public relations department  
46 for the study and advancement of international scientific, health,  
47 for the study and advancement of international scientific, health,  
48 economic, industrial spiritual and social conditions of all peoples.

49 (F) To print, publish, bind and circulate publications of any kind  
50 and description as will further carry out the purposes and objects  
51 of said corporation.

52 (G) To do and perform any and all lawful act or acts and things  
53 necessary, suitable, convenient or proper for carrying out and fulfilling  
54 the above enumerated purposes in the State of California, and in  
55 every other State and jurisdiction which like religious corpora-

1 These are organized under the laws of such state and jurisdiction  
2 may lawfully do or cause to be done therein.

3 (H) The foregoing clauses shall be construed with all subjects and  
4 powers, and it is thereby expressly provided for that the foregoing  
5 or enumeration of specific powers of said corporation shall not be  
6 held to limit or restrict in any manner or be deemed as a waiver of  
7 the legal rights of this corporation thereafter to do the same or any  
8 or all thereof.

9 The corporation is organized pursuant to general non-profit  
10 corporation law or pursuant to Part 1 of Division 2 of Title 1 of the  
11 Corporation Code.

12 THIRD: That the office for the transaction of the business of the  
13 corporation is to be located in the County of Los Angeles, State of  
14 California.

15 FOURTH: The names and addresses of three or more persons who are  
16 act in the capacity of directors until the selection of their successors  
17 are listed below. These persons may be given such titles as are  
18 deemed appropriate, but they shall be subject to all laws of the State  
19 relating to directors.

20 That the term for which the said corporation is to exist is per-  
21 petual from and after the date of its inception, to-wit:

22	<u>NAME</u>	<u>ADDRESS</u>	<u>CITY</u>
23	<u>REVEREND MYRTLE McAllister</u>	<u>902 E. 97th Street</u>	<u>Los Angeles 2, Calif.</u>
24	<u>ARTHUR ROBEVOLT BROWN</u>	<u>9560 Main Avenue</u>	<u>Los Angeles 2, Calif.</u>
25	<u>BETTIE BROWN</u>	<u>9560 Main Avenue</u>	<u>Los Angeles 2, Calif.</u>

26 FIFTH: The number of persons named constitutes the number of directors  
27 of the corporation, until changed by an amendment to the Articles,  
28 or unless the Articles otherwise provide, by a By-Law duly adopted by  
29 the members of ALPHA AND OMEGA NONDENOMINATIONAL CHURCH, INC.

30 SIXTH: The authorized number and qualifications of members of the  
31 corporation, the different classes of membership, if any, the prop-  
32 erty, voting, and other rights and privileges of members, and their  
33 liability to dues or assessments and the method of collection there-  
34 of shall be set forth either in the Articles or By-Laws, which shall  
35 not however provide for the issuance of more than one membership to  
36 any member. The Articles or By-Laws may provide for the number and  
37 tenure of office of the directors and may specify their powers, duties

1 compensation, and the manner in which they shall be chosen. The ar-  
2 ticles of incorporation may state any desired provision for the reg-  
3 ulation of the affairs of the corporation in a manner not in conflict  
4 with the law.

5 This corporation is organized and shall be operated exclusively  
6 for religious purposes, and no part of the net earnings shall inure  
7 to the benefit of any private shareholder or individual, and no sub-  
8 stantial part of the activities of this corporation shall be the carry-  
9 ing on of the propaganda, or otherwise attempting to influence legis-  
10 lation.

11 This corporation shall not participate in, or intervene in (in-  
12 cluding the publishing or distributing of statements), any political  
13 campaign on behalf of any candidate for public office.

14 In event of liquidation or dissolution of this corporation, all  
15 net assets shall be distributed to one or more non-profit, tax-exempt  
16 organizations organized and operated exclusively for religious pur-  
17 poses, and that qualify for exemption from Federal Income Tax under  
18 the provision of Section 501 (C)-3 of the Internal Revenue Code of  
19 1954 or succeeding statutes.

20 IN WITNESS WHEREOF, we the undersigned incorporators including  
21 each person named in the foregoing Articles as the first trustees of  
22 said corporation have executed these Articles of Incorporation on  
23 this 6th day of July 1964.

24 Myrtle McCallister 902 E. 9th Street Los Angeles 2, Calif.  
25 Rev. Myrtle McCallister 902 E. 9th Street Los Angeles 2, Calif.

26 Arthur Roosevelt Brown 9560 Male Avenue Los Angeles 2, Calif.  
27 Arthur Roosevelt Brown 9560 Male Avenue Los Angeles 2, Calif.

28 Bettie Brown 9560 Male Avenue Los Angeles 2, Calif.  
29 Bettie Brown 9560 Male Avenue Los Angeles 2, Calif.

30 STATE OF CALIFORNIA )  
31 COUNTY OF LOS ANGELES ) ss

32 On this 6th day of July A.D. 1964 before me, the  
33 undersigned a Notary Public in and for the said County and State, re-  
34 siding therein duly commissioned and sworn, personally appeared Rev.  
35 Myrtle McCallister, Arthur Roosevelt Brown and Bettie Brown, known to  
36 me to be the persons whose names are subscribed to the within Articles  
37 of Incorporation and acknowledged to me that they executed the same.

38 IN WITNESS WHEREOF, I have set my hand and affixed my official seal  
39 on the day and year in the certificate first above written.

40  
41 James Herbert [Signature]  
42 NOTARY PUBLIC IN AND FOR  
312 COUNTY AND STATE.

STATE OF CALIFORNIA

**FRANCHISE TAX BOARD**

1000 P STREET  
SACRAMENTO, CALIFORNIA 95814

July 27, 1964

Alpha and Omega Pentecostational Church, Inc.  
4415 South Main Street  
Los Angeles 37, California

Re: Exemption from Franchise Tax

Gentlemen:

It is the opinion of this office, based upon the evidence presented, that you are exempt from State Franchise Tax under the provisions of Section 23701d of the Revenue and Taxation Code, as it is shown that you are organized and operated exclusively as a church.

Accordingly, you will not be required to file franchise tax returns unless you change the character of your organization, the purposes for which you were organized, or your method of operation. You are required to report any such changes immediately so that their effect on your exempt status may be determined.

Contributions made to you are deductible by the donors in arriving at their taxable net income in the manner and to the extent provided by Sections 17214, 17215, 1721c and 24357 of the Revenue and Taxation Code.

If your organization is not yet incorporated and has not yet qualified to do business in California, this approval will expire unless incorporation or qualification is completed within thirty days.

Very truly yours,

*James T. Philbin*  
James T. Philbin  
Associate Tax Director

JTP:ef  
cc: Secretary of State  
(D\*)

# State of Mississippi



EXECUTIVE

OFFICE

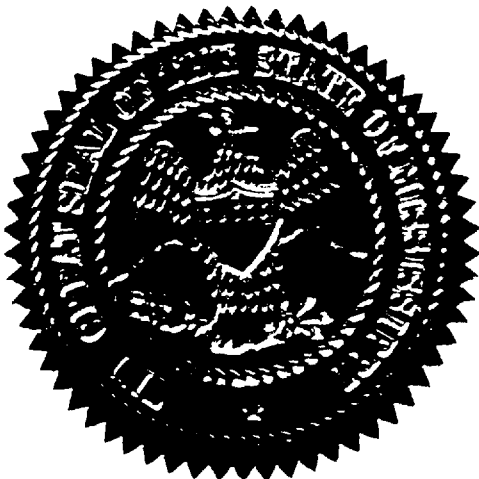
JACKSON

The within and foregoing Charter of Incorporation of

AGAPE INC.  
AWARENESS OF GOD ALERTING PEOPLE THRU EVANGELISM

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 10th day of June A. D., 1976.



*Calvin R. Overton*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State

RESOLUTION OF AGAPE (Awareness of God Alerting People thru Evangelism) AN UNINCORPORATED ASSOCIATION, TO INCORPORATE, DESIGNATING THE INCORPORATORS, THE NAME OF THE PROPOSED CORPORATION AND AUTHORIZING THE EXPENDITURE OF THE FUNDS OF THE ASSOCIATION NECESSARY SO TO DO.

BE IT RESOLVED by the members of AGAPE (Awareness of God Alerting People thru Evangelism), an unincorporated association of individuals, that it is to the best interests of this Religious Association that it be forthwith incorporated as a non-profit corporation under the laws of the State of Mississippi applicable thereto and that

Ray Bryant Lott P.O. Box 705; 112 Thyer drive Collins, Miss.

Olga Faye Lott P.O. Box 705; 112 Thyer drive Collins, Miss.

Michael Ray Lott P.O. Box 705; 112 Thyer drive Collins, Miss.

are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this Religious Association to be named AGAPE INC. (Awareness of God Alerting People thru Evangelism); that they are fully empowered to do and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the Association as may be necessary so to do.

#### C E R T I F I C A T E

I, OLGIA FAYE LOTT, do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is a true and correct copy of a Resolution duly and properly adopted at a meeting thereof held on the 27th day of May, 1976, at Collins, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

Witness my signature, this the 27th day of May, 1976.

*Mrs. Olga Faye Lott*  
 \_\_\_\_\_  
 SECRETARY



STATE OF MISSISSIPPI,  
COUNTY OF COVINGTON.

Before me, the undersigned authority in and for the County and State aforesaid, personally came and appeared Mrs. Olga Faye Lott, who acknowledged that she signed and delivered the above and foregoing instrument on the day and year therein stated and for the purposes therein stated as her act and deed.

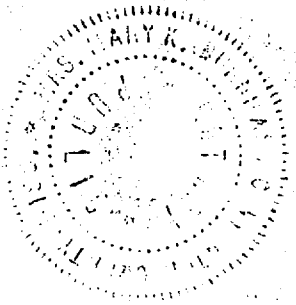
WITNESS MY SIGNATURE AND OFFICIAL SEAL

on this the 2nd day of June, 1976.

*Mrs. Mary K. Burnham*  
Notary Public

(SEAL)

MRS. MARY K. BURNHAM  
My Commission Expires July 14, 1976



Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

# THE CHARTER OF INCORPORATION OF

1. The corporation title of said company is: **AGAPE INC.**  
Awareness of God Alerting People thru Evangelism

2. The names and post office addresses of the incorporators are:  
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Ray Bryant Lott	P.O. Box 705; 112 Thyer drive	Collins,	Miss.
Olgia Faye Lott	P.O. Box 705; 112 Thyer drive	Collins,	Miss.
Michael Lott	P.O. Box 705; 112 Thyer drive	Collins,	Miss.

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at P.O. Box 705  
112 Thyer drive Collins, Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 79-11-1, Code of Mississippi of 1972, and amendments thereto.)

The corporation shall be non-profit, no shares of stock shall be issued and 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 as authorized in article sixth below. The corporation type shall be: Religious society.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes acceptable to the Christian faith, including, for such purposes: the publishing or distribution of materials of common interest to promote understanding, funding or operation of foreign and local missions, and operation of organizations and facilities in the interest of inter-church activities, and the making of distribution to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). 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 in this article. 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 any candidate for public office. Notwithstanding any

other provision of these articles, this corporation shall not, exercise any powers that are not in futherance of the purposes of this corporation.

The corporation shall be authorized and empowered to advertise it's purpose and needs, to accept donations and/or other support, and to carry on any other operation necessary in the futherance of the purpose of the corporation as set out in this article.

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas 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.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: Mrs. Algia Faye Lett  
Michael Ray Lett  
Ray B. Lett

Incorporators

**ACKNOWLEDGMENT**

STATE OF MISSISSIPPI

County of Covington

This day personally appeared before me, the undersigned authority Mrs. Algia Faye Lett, Michael Ray Lett, Ray B. Lett

incorporators of the corporation known as the AGAPE (Awareness of God Alerting People thru Evangelism) who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deeds on this the 2nd day of June

MRS. MARY K. BURNHAM  
My Commission Expires July 14, 1976

Mrs. Mary K. Burnham



STATE OF MISSISSIPPI

County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_ who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 4 day of June A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Herbert Palmer  
Secretary of State

Jackson, Miss., JUNE 9, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

A.F. Summer Attorney General  
By George M. Swindall Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

WILLIE KNIGHTEN CHRISTIAN FELLOWSHIP MISSION, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 10th day of June A. D., 1976.



*Calvin T. Tucker*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State

CERTIFIED COPY OF RESOLUTION AUTHORIZING APPLICATION FOR  
ARTICLES OF INCORPORATION OF THE  
WILLIE KNIGHTEN CHRISTIAN FELLOWSHIP MISSION

This is to certify that the following Resolution was adopted by the members attending a meeting at \_\_\_\_\_ on May 3, 1976, at which an association known as The Willie Knighten Christian Fellowship Mission was organized:

RESOLVED, that the following were elected officers of the association of the corporation known as The Willie Knighten Christian Fellowship Mission:

- Willie B. Knighten, President
- Tommy Farley, Vice-President
- Louise Lewis, Secretary

RESOLVED FURTHER, that Willie B. Knighten, President, Tommy Fairley, Vice-President and Louise Lewis, Secretary of the association be, and they hereby are authorized to apply to the Secretary of State of the State of Mississippi for a Charter of Incorporation as a nonprofit, nonshare corporation under the provision of Section §79-11-1 et seq., Mississippi Code of 1972, as amended, of this association, and to take all actions and to do all things necessary and advisable in connection therewith, for and as the act and deed of the association and corporation.

RESOLVED FURTHER, that the corporate title of the corporation herein authorized shall be "Willie Knighten Christian Fellowship Mission."

Adopted the 3rd day of May, 1976.

The foregoing is hereby certified to be a true and correct copy of a Resolution adopted by the above named association on May 3, 1976.

This the 3rd day of May, 1976.

  
\_\_\_\_\_  
LOUISE LEWIS  
700 STATE STREET  
MOORHEAD, MS. 38761

SECRETARY

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

1. The corporation title of said company is: Willie Knighten Christian Fellowship Mission, Inc.
2. The names and post office addresses of the incorporators are:  
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Willie B. Knighten	A-64 Eastmoor	Moorhead	Mississippi 38761
Tommy Fairley	P.O. Box 324	Moorhead	Mississippi 38761
Louise Lewis	700 State Street	Moorhead	Mississippi 38761

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at A-64 Eastmoor Moorhead Mississippi 38761  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

This Corporation is a non-profit, non-share corporation under the provisions of Section 79-11-1, Mississippi Code of 1972 as amended, same being a charitable and educational corporation.

5. Period of existence shall be perpetual.
3. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purposes of this corporation are to engage in, assist and contribute to the support of exclusively charitable and educational activities or projects shall be directed towards alleviating poverty by assisting the poor in the areas of employment, education, housing and any other area which might help the poor become self-respecting and respected.

All of the assets of the corporation shall be dedicated to its stated purposes. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, 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 above. The corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes

as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Chancery Court of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.



7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: Willie B Knighten  
Tommy Fairley  
Louise Lewis

Incorporators

ACKNOWLEDGMENT

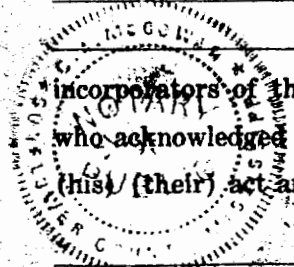
STATE OF MISSISSIPPI

County of Sunflower

This day personally appeared before me, the undersigned authority Willie B. Knighten,  
Tommy Fairley , Louise Lewis ,

incorporators of the corporation known as the Willie Knighten Christian Fellowship Mission

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deeds on this the 3rd day of June, 19 76



STATE OF MISSISSIPPI

County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_

Received at the office of the Secretary of State this the 4th day of June  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

Robert Palmer  
Secretary of State

Jackson, Miss., JUNE 9, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tive of the Constitution and laws of the State, or of the United States

A.F. Summer  
Attorney General

By George M. Swindell

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

DELTA PSI CHAPTER HOUSE CORPORATION  
OF  
ALPHA TAU OMEGA, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 10th day of June A. D., 1976.

*Calvin Finch*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State



## RESOLUTION TO INCORPORATE

Whereas, the House Association of the Delta Psi Chapter of Alpha Tau Omega, an unincorporated organization, was organized for the exclusive purpose of holding title to property, collecting income therefrom, and turning over the entire amount thereof, less expenses, to any organization which is exempt under Section 501 of the Internal Revenue Code with incidental power to build, repair, renovate, extend, or improve said property, and to borrow in the name of the Corporation sufficient funds from any lending institution or the governing body of Alpha Tau Omega Fraternity, and,

Whereas, it is necessary and desirable to incorporate as a non-profit, non-share corporation in order to accomplish the aforesaid purpose.

NOW, THEREFORE BE IT RESOLVED BY THE MEMBERSHIP OF THE HOUSE ASSOCIATION OF THE DELTA PSI CHAPTER OF ALPHA TAU OMEGA AS FOLLOWS:

1. That the House Association of the Delta Psi Chapter of Alpha Tau Omega be incorporated as a non-profit, non-share corporation under the name of Delta Psi Chapter House Corporation of Alpha Tau Omega and under the provisions of Section 79-11-1 et seq. Mississippi Code Annotated (1972), for the aforesaid purpose; and,
2. That Bela J. Chain, Jr., Ferris D. Fisk, and G. O. Griffith, Jr. all being adult resident citizens of the State of Mississippi, be, and they are hereby authorized and directed to apply for such Charter of Incorporation.

CERTIFICATE

I, FERRIS D. FISK, Secretary of the House Association of the Delta Psi Chapter of Alpha Tau Omega, do hereby certify that the above and foregoing is a true and correct copy of a Resolution of the meeting of the members of said association as reflected by the minutes of said association of a meeting held on the 18th day of May, 1976, at University, Mississippi.

WITNESS MY SIGNATURE, this the 27<sup>th</sup> day of May, 1976.



Secretary, House Association  
of the Delta Psi Chapter of  
Alpha Tau Omega

THE CHARTER OF INCORPORATION OF  
DELTA PSI CHAPTER HOUSE CORPORATION OF  
ALPHA TAU OMEGA, INC.

BOOK 226 PAGE 341

1. The corporate title of said company: Delta Psi Chapter House Corporation of Alpha Tau Omega, Inc.
2. The names of the incorporators are:

Ferris D. Fisk  
Colonial Road  
Oxford, Mississippi 38655

Bela J. Chain, Jr.  
St. Andrews Loop  
Oxford, Mississippi 38655

G.O. Griffith, Jr.  
Elms Apartments  
Box 269  
Oxford, Mississippi 38655

All of the above incorporators are adult resident citizens of Mississippi.

3. The domicile of the corporation:

South Fraternity Road  
Box 4445  
University, Mississippi 38677

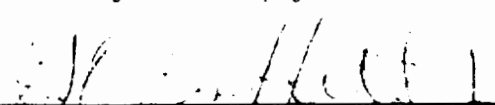
4. The corporation is non profit, no shares of stock are to be issued and it is a fraternal organization as contemplated by Section 79-11-1 Mississippi Code Annotated (1972).
5. The period of existence is perpetual.
6. The purpose for which created:

For the exclusive purpose of holding title to property, collecting income therefrom, and turning over the entire amount thereof, less expenses, to any organization which is exempt under Section 501 of the Internal Revenue Code, with incidental power to build, repair, renovate, extend, or improve said property, and to borrow in the name of the Corporation sufficient funds from any lending institution or the governing body of Alpha Tau Omega Fraternity.

7. Said Corporation shall not be required to make publication of its charter, shall issue no shares of stock; shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

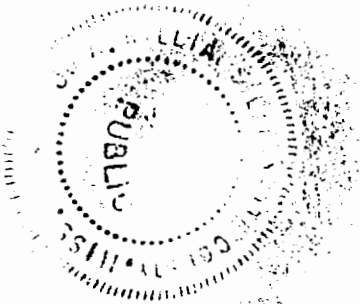
  
\_\_\_\_\_  
FERRIS D. FISK

  
\_\_\_\_\_  
BELA J. CHAIN, JR.

  
\_\_\_\_\_  
G.O. GRIFFITH, JR.

STATE OF MISSISSIPPI  
COUNTY OF LAFAYETTE

This day personally appeared before me the undersigned authority,  
FERRIS D. FISK, BELA J. CHAIN, JR., and G. O. GRIFFITH, JR.,  
incorporators of the Corporation known as Delta Psi Chapter House  
Corporation of Alpha Tau Omega, who acknowledged that they signed  
and executed the above and foregoing Charter of Incorporation as their  
act and deed on this the 3rd day of June, 1976.



J. A. Williams  
NOTARY PUBLIC

My ~~commission~~ expires:

October 27, 1979

Received at the office of the Secretary of State, this the 31<sup>st</sup> day of May

A. D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*Robert Parker*

SECRETARY OF STATE.

Jackson, Miss.,

JUNE 8, 1976

I have examined this Application for A Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

*A.F. Sumner*  
ATTORNEY GENERAL

By *Georgem. Swindle*  
Assistant Attorney General.

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# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MISSISSIPPI ASSOCIATION OF STUDENT NURSES, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 11th day of June, A. D., 1976.



*Calvin T. Tucker*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State

RESOLUTION

RESOLUTION OF MISSISSIPPI ASSOCIATION OF STUDENT NURSES, AN UNINCORPORATED ASSOCIATION, TO INCORPORATE, DESIGNATING THE INCORPORATORS, THE NAME OF THE PROPOSED CORPORATION AND AUTHORIZING THE EXPENDITURE OF THE FUNDS OF THE MISSISSIPPI ASSOCIATION OF STUDENT NURSES NECESSARY SO TO DO.

BE IT RESOLVED by the members of the Mississippi Association of Student Nurses, an unincorporated association of individuals, that it is to the best interests of this Association that it be forthwith incorporated as a non-profit corporation under the laws of the State of Mississippi applicable thereto, and that the following adult resident citizens of the State of Mississippi:

David H. Nutt, P. O. Box 963, Jackson, Mississippi 39205  
Susan Dotson, P. O. Box 963, Jackson, Mississippi 39205  
Patricia Hancock, P. O. Box 963, Jackson, Mississippi 39205

are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this Mississippi Association of Student Nurses to be named Mississippi Association of Student Nurses, Inc.; that they are fully empowered to do and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the Mississippi Association of Student Nurses as may be necessary so to do.

C E R T I F I C A T E

I, Lucy Low, do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is a true and correct copy of a Resolution duly and properly adopted at a meeting thereof held on the 25th day of May, 1976, at Jackson, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

WITNESS MY SIGNATURE this the 26th day of May, 1976.

Lucy Low  
SECRETARY

THE CHARTER OF INCORPORATION  
OF  
MISSISSIPPI ASSOCIATION OF STUDENT NURSES, INC.

-----

ARTICLE I

The corporate title of this association is: Mississippi Association of Student Nurses, Inc.

ARTICLE II

The names and post office addresses of the incorporators (who are adult resident citizens of the State of Mississippi) are:

NAME:	ADDRESS:
David H. Nutt	P. O. Box 963, 248 E. Capitol St. Jackson, Mississippi 39205
Susan Dotson	P. O. Box 963, 248 E. Capitol St. Jackson, Mississippi 39205
Patricia A. Hancock	P. O. Box 963, 248 E. Capitol St. Jackson, Mississippi 39205

ARTICLE III

The domicile of the corporation is 135 Bounds Street, Jackson, Mississippi 39206.

ARTICLE IV

This corporation shall be a non-profit and non-share charitable corporation for the benefit of the Mississippi Association of Student Nurses and will have no authorized stock issued, and, therefore, there will be no classes or types thereof, and it is a charitable corporation as provided for in Section 79-11-1, Mississippi Code of 1972, Annotated.

ARTICLE V

The period of existence of this association shall

be and hereby is declared as perpetual.

ARTICLE VI

The purposes for which the corporation is created are as follows: to aid in developing individual nursing students as future health professionals, to be aware and to contribute to the improvement of health care of all people; to promote and encourage participation in community affairs and activities toward improved health care and the resolution of related social issues; to speak for nursing students to the public, institutions, organizations, and governmental bodies; to promote and encourage students' participation of interdisciplinary activities; to influence the development of relevant approaches to nursing education; to intensify recruitment efforts and to promote educational opportunities regardless of a person's race, color, creed, sex, national origin, or economic status; to promote collaborative relationships with the Mississippi Nurses Association; to promote collaborative relationships with related health organizations; to participate as an active constituent of the National Student Nurses Association, Inc. through duly elected representatives; to aid in the development and growth of the individual student by fostering good citizenship.

The foregoing enumerated purposes shall not be held to limit or restrict in any manner the general powers conferred on this non-profit non-share corporation by the laws of the State of Mississippi, all of which are expressly claimed.

ARTICLE VII

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which are themselves exempt as organizations described in Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State or Local government for exclusive

public purpose.

ARTICLE VIII

This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

SIGNATURES:

*David H. Nutt*  
 DAVID H. NUTT

*Susan Dotson*  
 SUSAN DOTSON

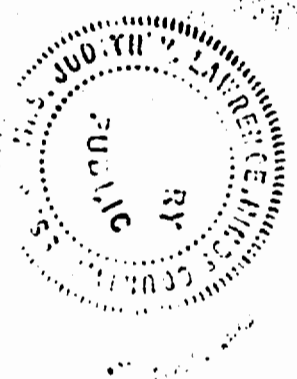
*Patricia Hancock*  
 PATRICIA A. HANCOCK

STATE OF MISSISSIPPI  
 COUNTY OF HINDS

PERSONALLY appeared before me, the undersigned authority in and for the jurisdiction aforesaid, DAVID H. NUTT, SUSAN DOTSON and PATRICIA A. HANCOCK, incorporators of the corporation known as MISSISSIPPI ASSOCIATION OF STUDENT NURSES, INC., who acknowledged that they signed and delivered the above and foregoing CHARTER OF INCORPORATION as their act and deed on this the 26<sup>th</sup> day of May, 1976.

*Jessie V. Lawrence*  
 NOTARY PUBLIC

MY COMMISSION EXPIRES: 2/15/80



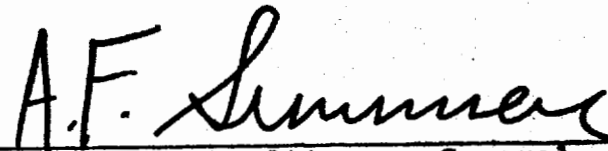
RECEIVED at the office of the Secretary of State this  
the 8<sup>th</sup> day of June, 1976, together with the sum of  
\$ 20.00 deposited to cover the recording fee, and  
referred to the Attorney General for his opinion.

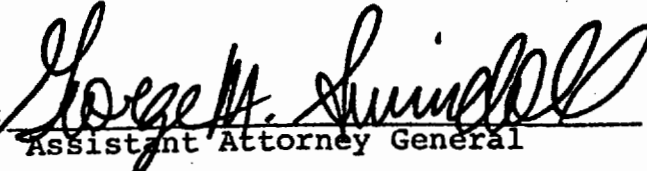
  
HEBER LADNER, Secretary of State

Jackson, Mississippi

JUNE 9, 1976

I have examined this application for a Charter of  
Incorporation and am of the opinion that it is not violative  
of the Constitution and laws of the State of Mississippi, or  
of the United States of America.

  
A. F. SUMMER, Attorney General

BY:   
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

TUNICA FAMILY PLANNING CLINIC, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 11th day of June, A.D., 1976.

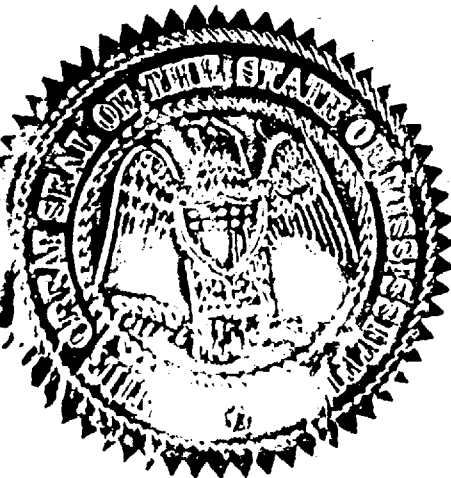
*Calvin Finch*

Governor

By the Governor

*Heber Ladner*

Secretary of State



## RESOLUTION

RESOLUTION OF TUNICA FAMILY PLANNING CLINIC, an Unincorporated Association, to Incorporate, Designating the incorporators, The name of the proposed corporation and authorizing the expenditure of the funds of the association necessary to do so.

BE IT RESOLVED by the members of TUNICA FAMILY PLANNING CLINIC an unincorporated association of individuals, that it is the best interests of this association that it be forthwith incorporated as a nonprofit corporation under the law of the State of Mississippi applicable thereto and that Lawson E. McClung, Ethel Nobles and A. T. Tucker, Jr., are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this association to be named TUNICA FAMILY PLANNING CLINIC, INC.; that they are fully empowered to do so and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the association as may be necessary so to do.

## CERTIFICATE

I, ETHEL NOBLES, do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is true and correct copy of a Resolution duly adopted at a meeting thereof held on the 4th day of June, 1976, at Tunica, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

WITNESS my signature, this the 4th day of June, 1976.

*Ethel Nobles*  
\_\_\_\_\_  
ETHEL NOBLES, SECRETARY



Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

# THE CHARTER OF INCORPORATION OF

## TUNICA FAMILY PLANNING CLINIC, INC.

1. The corporate title of said company is: **Tunica Family Planning Clinic, Inc.**

2. The names of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Lawson E. McClung, M.D.	995 Edwards Ave.;	P.O.Box 307; Tunica, Ms.	38676
Ethel Nobles	995 Edwards Ave.;	P.O.Box 307; Tunica, Ms.	38676
A. T. Tucker, Jr.	502 Harris Ave.;	P.O.Box 826; Tunica, Ms.	38676

All the incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at 995 Edwards Avenue; Tunica, Mississippi 38676  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

The corporation is non-profit and no shares of stock are to be issued and it is to be a corporation for medical purposes as set forth in Section 79-11-1 of the Mississippi Code of 1972, Annotated.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To provide social services to individuals and families and children and to conduct a social service program pursuant to Title XX and other Federal Statutes and to do all and everything necessary and proper for the accomplishment of this purpose.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures: Lawson E. McClung  
 LAWSON E. MCCLUNG, MD

Ethel Nobles  
 ETHEL NOBLES

A. T. Tucker, Jr.  
 A. T. TUCKER, JR.

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of TUNICA

This day personally appeared before me, the undersigned authority LAWSON E. MCCLUNG, M.D., ETHEL NOBLES and A. T. TUCKER, JR.

incorporators of the corporation known as the Tunica Family Planning Clinic, Inc., who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 1st day of June, 1976

My Commission Expires: SEPTEMBER 15, 1978 Francis Ann Lawson Notary Public

STATE OF MISSISSIPPI

County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_ who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 9 day of June A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Parker  
Secretary of State

Jackson, Miss., JUNE 9, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

A.F. Summers Attorney General  
By Georgette Swindell Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MAGNOLIA CB CLUB, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 11th day of June, A.D., 1976.

*Calvin Finch*  
Governor.

By the Governor

*Heber Ladner*  
Secretary of State



RESOLUTION OF Magnolia CB Club, an Unincorporated Association, To Incorporate, Designating the incorporators, the name of the proposed corporation and authorizing the expenditure of the funds of the association necessary to do so.

Be it resolved by the members of MAGNOLIA CB CLUB an unincorporated association of individuals, that it is the best interests of this association that it be forthwith incorporated as a nonprofit corporation under the law of the State of Mississippi applicable thereto and that, KERRY WOODARD, JOHN M. SIMPSON, FLOYD J. SHERMAN, MARIE S. SIMPSON, are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this association to be named MAGNOLIA CB CLUB, Inc; that they are fully empowered to do so and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the association as may be necessary so to do.

CERTIFICATE

I, Marie Simpson, do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is true and correct copy of a Resolution duly adopted at a meeting thereof held on the 8th day of May, 1976, at Greenville, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

Witness my signature, this the  
7<sup>th</sup> day of June, 1976.

Marie S. Simpson  
Secretary

SWORN TO AND SUBSCRIBED BEFORE ME, THIS THE 7<sup>th</sup> DAY OF June, 1976.



Pauline G. Newton  
NOTARY PUBLIC

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

1. The corporation title of said company is:

MAGNOLIA CB CLUB, INC.

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
KERRY WOODARD	2501 N. Sarullo Cl.	Greenville	MS
JOHN M. SIMPSON	1173 Cileste St.	Greenville	MS
FLOYD J. SHERMAN	810 Cedar St.	Greenville	MS
MARIE S. SIMPSON	1173 Cileste St.	Greenville	MS

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at Greenville MS  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

This is a Non-Profit Organization, and no shares of stock will be issued. The type of organization is a Citizen's Band Radio Club, same being a fraternal and civic improvement corporation as authorized by Section 79-11-1, Mississippi Code of 1942.

(COPY OF BY-LAWS & CONSTITUTION  
 ENCLOSED -- IF NEEDED)

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The object of this organization is to maintain and acquire fellowship and closer relations with people of the same interest. To lend our support to charitable organizations and disaster situations, subsequent to a request by local law enforcement officers.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: Kerry Woodard Chairman of the Board  
John M. Simpson President  
Floyd Sherman Vice-Pres.  
Marie S. Simpson Sec/Treas.  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of WASHINGTON

This day personally appeared before me, the undersigned authority \_\_\_\_\_

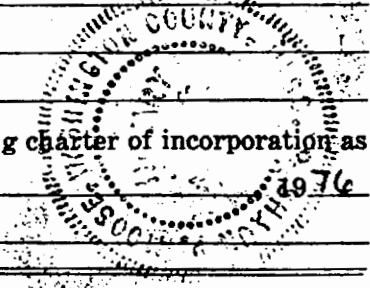
KERRY WOODARD, JOHN M. SIMPSON, FLOYD J. SHERMAN

MARIE S. SIMPSON

incorporators of the corporation known as the MAGNOLIA CB CLUB

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deeds on this the 22nd day of MAY

My Commission Expires July 21, 1979



STATE OF MISSISSIPPI

County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 8 day of June A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[Signature]

Secretary of State

Jackson, Miss., JUNE 9, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

A.F. Sumner  
Attorney General

By George M. Swindell  
Assistant Attorney General

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# State of Mississippi



Office of  
**Secretary of State**  
Jackson

*I, Heber Ladner, Secretary of State, do certify that the Charter of Incorporation hereto attached entitled the Charter of Incorporation of*

**W. E. PEGUES BURIAL SERVICE COMPANY, INC.**

*was, pursuant to the provisions of Title 21, Code of Mississippi of 1942, as amended, Recorded in the Records of Incorporations in this office, in* PHOTOSTAT BOOK, NUMBER TWO HUNDRED TWENTY SIX, PAGES 361 - 367.



*Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 14th day of June, 1976.*

*Heber Ladner*  
Secretary of State

## CHARTER OF INCORPORATION

OF

W. E. PEGUES BURIAL SERVICE COMPANY, INC.

1. THE CORPORATE NAME OF SAID CORPORATION IS:  
W. E. PEGUES BURIAL SERVICE COMPANY, INC.
  
2. THE PURPOSE FOR WHICH IT IS CREATED:
  - (A) TO ENGAGE WITHIN THE STATE OF MISSISSIPPI IN THE BUSINESS OF A BURIAL ASSOCIATION UNDER THE PROVISIONS AS PROVIDED FOR AND CONTEMPLATED BY SUB-SECTION (A), SECTION 1, HOUSE BILL 856, MISSISSIPPI LEGISLATURE REGULAR SESSION OF 1956; CHAPTER 1, TITLE 22, MISSISSIPPI CODE OF 1942; SUBSECTION (A), HOUSE BILL 680, MISSISSIPPI LEGISLATURE REGULAR SESSION OF 1962; AND HOUSE BILL 424, MISSISSIPPI LEGISLATURE REGULAR SESSION OF 1973; TO ENGAGE IN MAKING BURIAL INSURANCE CONTRACTS WITH CITIZENS OF THIS STATE, EITHER ON AN INDIVIDUAL, FAMILY, WHOLESALE OR GROUP BASIS, IN A FACE AMOUNT OF NOT MORE THAN FOUR HUNDRED FIFTY DOLLARS (450.00) FOR THE FUNERAL OF ANY ONE PERSON TO BE PAID BY THE CORPORATION, THE BENEFITS SHALL BE LIMITED TO APPLYING THE FACE AMOUNT OF THE CONTRACT TOWARDS THE RETAIL VALUE OF FUNERAL MERCHANDISE AND SERVICE: TO DO ALL THINGS NECESSARY IN THE PREMISES IN STRICT COMPLIANCE WITH ALL LAWS GOVERNING SAID CORPORATION AND SUBJECT TO ALL TERMS AND CONDITIONS OF SUCH BURIAL INSURANCE CONTRACTS, AND OTHERWISE, TO DO ALL THINGS AS REQUIRED BY LAW.

(B) THE BUSINESS OF SAID CORPORATION SHALL BE CONDUCTED ACCORDING TO SOUND BUSINESS PRINCIPLES WITH RESPECT TO THE ADMINISTRATION, RESERVES, FORMS OF BURIAL INSURANCE CONTRACTS, ECONOMICS IN OPERATION, ACCOUNTING METHODS, RECORDS, PUBLIC RELATIONS AND OTHERWISE, COMMENSURATE WITH BUSINESS FINANCING AND BUSINESS MANAGEMENT METHODS, THE CORPORATION SHALL FURNISH MAXIMUM BENEFITS AT MINIMUM COST TO BENEFICIARIES OF SUCH BURIAL INSURANCE CONTRACTS TO BE ISSUED BY THE CORPORATION: AND, INSOFAR AS MAY BE FEASIBLE AND PRACTICAL, WILL MAKE THE BENEFITS AVAILABLE TO THE GREATEST NUMBER OF PEOPLE IN THE STATE OF MISSISSIPPI.

3. THE NAMES AND ADDRESSES OF THE INCORPORATORS ARE:

<u>NAME</u>	<u>ADDRESS</u>	
WILLIAM E. PEGUES	2508 SAVERY DRIVE	TUPELO, MS.
LEONARD M. PEGUES	535 JEFFERSON ST.	TUPELO, MS.
HAROLD W. IVY	927 BICKERSTAFF	TUPELO, MS.

4. THE DOMICILE OF THE CORPORATION IS:

535 JEFFERSON STREET, TUPELO, MISSISSIPPI

5. AMOUNT OF CAPITAL STOCK; CLASS OR CLASSES OF STOCK:

(A) ALL OF THE CAPITAL STOCK OF THIS CORPORATION SHALL BE COMMON STOCK AND OF THE PAR VALUE OF ONE DOLLAR (\$1.00) PER SHARE, THE CORPORATION IS AUTHORIZED TO ISSUE NOT IN EXCESS OF 10,000 SHARES OF SUCH COMMON STOCK AND SHALL RECEIVE THEREFOR NOT LESS THAN THE PAR VALUE THEREOF, THOUGH THE BOARD OF DIRECTORS MAY FROM TIME TO TIME FIX THE PRICE FOR SAID COMMON STOCK IN EXCESS OF THE PAR VALUE THEREOF.

(B) THIS CORPORATION SHALL NOT COMMENCE TO DO BUSINESS UNTIL 5,000 SHARES OF ITS COMMON STOCK HAVE BEEN SUBSCRIBED FOR AND PAID FOR.

(C) SAID STOCK SHALL BE ENTITLED TO ONE VOTE FOR EACH SHARE AND UPON COMPLIANCE WITH PARAGRAPH (B) ABOVE, THE CORPORATION WILL BE AUTHORIZED TO ENGAGE IN BUSINESS UNDER THE TERMS AND PROVISIONS OF CHAPTER 1, TITLE 22, MISSISSIPPI CODE OF 1942, AS AMENDED, AND SPECIFICALLY AS AMENDED BY SUB-SECTION (A), SECTION 1, HOUSE BILL 856, GENERAL LAWS OF 1956.

6. THE PERIOD OF EXISTENCE IS: 99 YEARS
  
7. THE MANAGEMENT AND CONTROL OF THIS CORPORATION SHALL BE VESTED IN A BOARD OF DIRECTORS TO BE ESTABLISHED UNDER THE BY-LAWS. THE NAMES, OFFICIAL TITLES AND RESIDENCES OF ALL THE OFFICERS OF THE CORPORATION AS SET FORTH IN THE BY-LAWS ARE:

WILLIAM E. PEGUES ----- PRESIDENT

2508 SAVERY DRIVE

TUPELO, MISS. 38801

LEONARD M. PEGUES ----- SECRETARY-TREASURER

1905 LAKESHIRE

TUPELO, MISS. 38801

NORMA C. PEGUES ----- VICE-PRESIDENT

2508 SAVERY DRIVE

TUPELO, MISS. 38801

SYLVIA O. PEGUES ----- VICE-PRESIDENT

1905 LAKESHIRE

TUPELO, MISS. 38801

8. GENERAL POWERS OF THE CORPORATION:

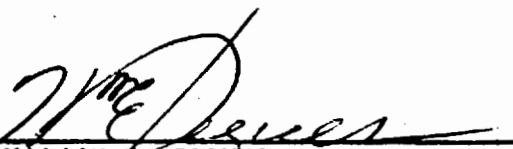
THIS CORPORATION SHALL BE VESTED WITH ALL THE POWERS AND PRIVILEGES GRANTED UNDER THE LAWS OF THE STATE OF MISSISSIPPI TO SUCH BURIAL INSURANCE CORPORATIONS.

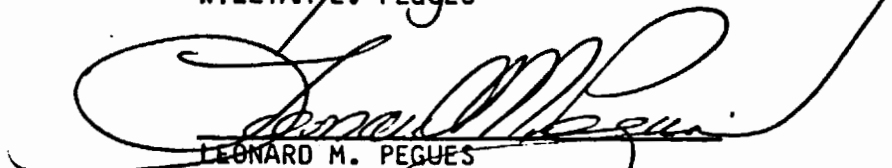
9. AMENDMENTS TO THE CORPORATION:

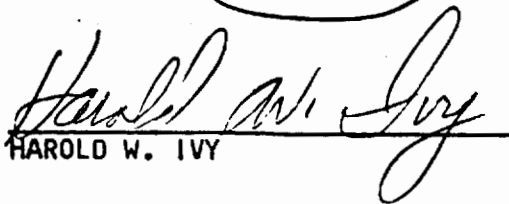
THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN ACCORDANCE WITH LAW, UPON THE APPLICATION OF THE BOARD OF DIRECTORS AFTER AUTHORIZATION BY THE STOCKHOLDERS.

IN WITNESS WHEREOF, THE FOREGOING ARTICLES OF INCORPORATION OF W. E. PEGUES BURIAL SERVICE COMPANY, INC. ARE HEREBY ADOPTED AND SUBSCRIBED BY THE PROPOSED INCORPORATORS HEREINABOVE NAMED, ALL OF WHOM ARE ADULT, RESIDENT CITIZENS OF THE STATE OF MISSISSIPPI, THIS THE 29 DAY OF April, 1976.

INCORPORATORS

  
WILLIAM E. PEGUES

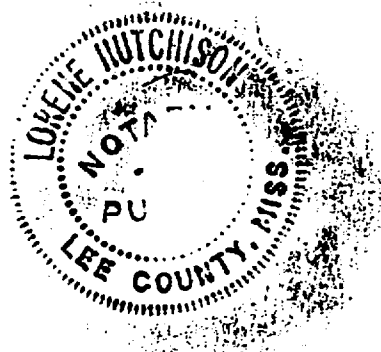
  
LEONARD M. PEGUES

  
HAROLD W. IVY

STATE OF MISSISSIPPI

COUNTY OF LEE

THIS DAY PERSONALLY APPEARED BEFORE ME, THE UNDERSIGNED  
AUTHORITY, WILLIAM E. PEGUES, LEONARD M. PEGUES, AND  
HAROLD W. IVY INCORPORATORS OF THE CORPORATION KNOWN  
AS W. E. PEGUES BURIAL SERVICE COMPANY, INC. WHO ACKNOW-  
LEDGED THAT THEY SIGNED AND EXECUTED THE ABOVE AND FOREGOING  
ARTICLES OF INCORPORATION AS THEIR ACT AND DEED, ON THIS  
THE 29 DAY OF April, 1976.



*Lorene Hutchison*

NOTARY PUBLIC

MY COMMISSION EXPIRES: April 23, 1977

BOOK 226 PAGE 367  
State of Mississippi



Jackson

I, GEORGE DALE, COMMISSIONER of INSURANCE, OF THE STATE OF MISSISSIPPI, DO HEREBY CERTIFY THAT

I have examined the foregoing Charter of Incorporation of W. E. Pegues Burial Service Company, Inc., Tupelo, Mississippi, and hereby approve same in accordance with Section 83-37-5, Mississippi Code of 1972, Annotated.

Given under my hand and seal of office, this the 11th day of

June 19 76



COMMISSIONER of INSURANCE

By Woolley D. Box

Woolley D. Box

Deputy Commissioner of Insurance

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# State of Mississippi

EXECUTIVE



OFFICE

Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of* PRISON BIBLE CRUSADE, INC.,  
changing name to:

PRISONERS BIBLE CRUSADE, INC.

*is hereby approved.*

In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 14th day of June, A.D., 1976.



Attest:

*Heber Ladner*  
Secretary of State.

*Calvin Finch*

Governor.

RESOLUTION

It was resolved that the Articles of Incorporation be amended as follows:

First: The corporate name is amended to PRISONERS BIBLE CRUSADE, INC.

Second: The purpose for which it was created is amended by the addition of paragraph #5 as follows:

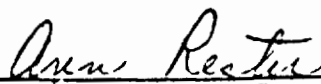
5. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 of the corresponding provision of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

Third: The Corporation is amended by the addition of Paragraph VIII as follows:

VII. In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local Government for exclusive public purpose.

Fourth: The above amendments of the Articles of Incorporation was adopted by the members of the corporation on February 21, 1976, at a regular meeting of the members of the corporation at Picayune, Mississippi.

I, Ann Rester, Secretary of the Prison Bible Crusade, Inc., do hereby certify that the foregoing resolution of the members was duly passed, and the same is contained in the minutes of the meeting held on February 21, 1976.

  
ANN RESTER, Secretary  
PRISON BIBLE CRUSADE, INC.

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OF

PRISON BIBLE CRUSADE, INC.

Pursuant to the provisions of Section 79-11-9, Mississippi Code of 1972, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

First: The corporate name is amended to  
PRISONERS BIBLE CRUSADE, INC.

Second: The purpose for which it was created is amended by the addition of paragraph #5 as follows:

Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 of the corresponding provision of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

Third: The Corporation is amended by the addition of Paragraph VIII as follows:

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local Government for exclusive public purpose.

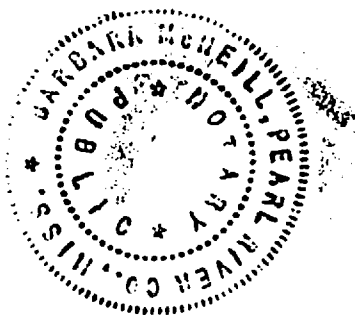
Fourth: The above amendments of the Articles of Incorporation was adopted by the members of the corporation on February 21, 1976, at a regular meeting of the members of the corporation at Picayune, Mississippi.

DATED: This the 28<sup>th</sup> day of May, 1976.

PRISON BIBLE CRUSADE, INC.  
BY: Chester C. Lee  
CHESTER C. LEE, PRESIDENT

STATE OF MISSISSIPPI  
COUNTY OF PEARL RIVER

This day personally appeared before me, the under-  
signed authority in and for the jurisdiction aforesaid, CHESTER C.  
LEE, President of PRISON BIBLE CRUSADE, INC., who acknowledges that  
he signed and executed the above and foregoing Articles of Amend-  
ment to the Articles of Incorporation of PRISON BIBLE CRUSADE, INC.  
on this the 28<sup>th</sup> day of May, 1976.



Barbara McNeill  
NOTARY PUBLIC

Commission Expires: 5-1-80

Received at the office of the Secretary of State, this the 9<sup>th</sup> day of June

A. D., 1976, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*[Handwritten Signature]*

SECRETARY OF STATE.

Jackson, Miss.,

JUNE 10, 1976

I have examined this AMENDMENT TO THE Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

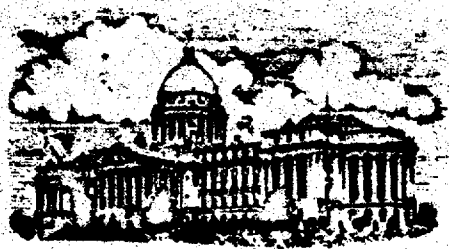
*[Handwritten Signature]*

ATTORNEY GENERAL.

By *[Handwritten Signature]*  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of*

TIMBER HILLS REGION IV MENTAL HEALTH-MENTAL RETARDATION COMMISSION, INC.

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 14th day of June, A.D., 1976.*

Attest:

*Heber Ladner*  
Secretary of State.

*Calvin Finch*  
Governor.

RESOLUTION FOR AMENDING CHARTER  
OF  
TIMBER HILLS REGION IV MENTAL HEALTH-  
MENTAL RETARDATION COMMISSION, INC.

At a regular meeting of the membership of TIMBER HILLS REGION IV MENTAL HEALTH-MENTAL RETARDATION COMMISSION, INC., held in the City of Booneville, State of Mississippi on the 24th day of May, 1976, at which time a quorum of the said membership was present, on a motion duly made and seconded the following Resolution was unanimously adopted.

RESOLVED That Paragraph #7 of the Charter of Incorporation of TIMBER HILLS REGION IV MENTAL HEALTH - MENTAL RETARDATION COMMISSION, INC. be changed to read as follows:

THIS CORPORATION SHALL NOT BE REQUIRED TO MAKE PUBLICATION OF ITS CHARTER, SHALL ISSUE NO SHARES OF STOCK, SHALL DIVIDE NO DIVIDENDS OR PROFITS AMONG ITS MEMBERS, SHALL MAKE EXPULSION THE ONLY REMEDY FOR NONPAYMENT OF DUES, SHALL VEST IN EACH MEMBER THE RIGHT TO ONE VOTE IN THE ELECTION OF ALL OFFICERS, SHALL MAKE THE LOSS OF MEMBERSHIP BY DEATH OR OTHERWISE, THE TERMINATION OF ALL INTEREST OF SUCH MEMBERS IN THE CORPORATIONS ASSETS, AND THERE SHALL BE NO INDIVIDUALS LIABILITIES AGAINST THE MEMBERS FOR CORPORATE DEBTS, BUT THE ENTIRE CORPORATE PROPERTY SHALL BE LIABLE FOR THE CLAIMS OR CREDITORS.

IN THE EVENT OF DISSOLUTION, THE RESIDUAL ASSETS OF THE ORGANIZATION WILL BE TURNED OVER TO ONE OR MORE ORGANIZATIONS WHICH THEMSELVES ARE EXEMPT AS ORGANIZATIONS DESCRIBED IN SECTIONS 501(c)(3) and 170(c)(2) of the INTERNAL REVENUE CODE OF 1954 OR CORRESPONDING SECTIONS OF ANY PRIOR OR FUTURE INTERNAL REVENUE CODE, OR TO THE FEDERAL, STATE, OR LOCAL GOVERNMENT FOR EXCLUSIVE PUBLIC PURPOSE.

NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, THIS CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON BY (a) A CORPORATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE OF 1954 OR THE CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW OR (b) A CORPORATION CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(c)(2) OF THE INTERNAL REVENUE CODE OF 1954 OR ANY OTHER CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW.

This is to certify that the above is a true and correct copy of the Resolution unanimously adopted on motion duly made and seconded at a regular meeting of the membership of TIMBER HILLS REGION IV MENTAL HEALTH-MENTAL RETARDATION COMMISSION, INC., a domestic non-profit, non-share corporation organized under the laws of the State of Mississippi, said meeting held on the 24th day of May, 1976, pursuant to due notice at which regular meeting a quorum of the membership was present and that said Resolution is duly entered upon the minutes of said corporation and is now in full force and effect.

Trammell  
SECRETARY

APPROVED:

E. O. Rosen  
CHAIRMAN



ARTICLES OF AMENDMENT  
OF  
TIMBER HILLS REGION IV MENTAL HEALTH-  
MENTAL RETARDATION COMMISSION, INC.

1. The corporate title of the company is: TIMBER HILLS REGION IV MENTAL HEALTH-MENTAL RETARDATION COMMISSION, INC.
2. The Amendment adopted by the Board of Directors is to amend Paragraph #7 of the Charter of Incorporation as follows:

THIS CORPORATION SHALL NOT BE REQUIRED TO MAKE PUBLICATION OF ITS CHARTER, SHALL ISSUE NO SHARES OF STOCK, SHALL DIVIDE NO DIVIDENDS OR PROFITS AMONG ITS MEMBERS, SHALL MAKE EXPULSION THE ONLY REMEDY FOR NONPAYMENT OF DUES, SHALL VEST IN EACH MEMBER THE RIGHT TO ONE VOTE IN THE ELECTION OF ALL OFFICERS, SHALL MAKE THE LOSS TO ONE VOTE IN THE ELECTION OF ALL OFFICERS, SHALL MAKE THE LOSS OF MEMBERSHIP BY DEATH OR OTHERWISE, THE TERMINATION OF ALL INTEREST OF SUCH MEMBERS IN THE CORPORATIONS ASSETS, AND THERE SHALL BE NO INDIVIDUALS LIABILITIES AGAINST THE MEMBERS FOR CORPORATE DEBTS, BUT THE ENTIRE CORPORATE PROPERTY SHALL BE LIABLE FOR THE CLAIMS OR CREDITORS.

IN THE EVENT OF DISSOLUTION, THE RESIDUAL ASSETS OF THE ORGANIZATION WILL BE TURNED OVER TO ONE OR MORE ORGANIZATIONS WHICH THEMSELVES ARE EXEMPT AS ORGANIZATIONS DESCRIBED IN SECTIONS 501(c)(3) and 170 (c)(2) of the INTERNAL REVENUE CODE OF 1954 OR CORRESPONDING SECTIONS OF ANY PRIOR OR FUTURE INTERNAL REVENUE CODE, OR TO THE FEDERAL, STATE OR LOCAL GOVERNMENT FOR EXCLUSIVE PUBLIC PURPOSE.

NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, THIS CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON BY (a) A CORPORATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE OF 1954 OR THE CORRESPONDING PROVISION OF ANY FURTHER UNITED STATES INTERNAL REVENUE LAW OR (b) A CORPORATION CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(c)(2) OF THE INTERNAL REVENUE CODE OF 1954 OR ANY OTHER CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW.

3. That the membership of said Commission adopted said Amendment on the 24th day of May, 1976.
4. That the said corporation is a non-profit corporation and there are no shares outstanding.

5. We, the undersigned for the purpose of amending this corporation under the laws of the State of Mississippi do make and file and record this Article of Amendment and do certify that the facts herein stated are true and we accordingly herein have set our respective hands and seals.

Dated at Booneville, Mississippi on this the 24th day of May, 1976.

E. O. Roden  
E. O. RODEN - CHAIRMAN

Troy Holliday  
TROY HOLLIDAY - SECRETARY

STATE OF MISSISSIPPI  
COUNTY OF PRENTISS

This day before me, the undersigned authority in and for the aforesaid State and County, the within named E. O. RODEN and TROY HOLLIDAY duly authorized officers of TIMBER HILLS REGION IV MENTAL HEALTH-MENTAL RETARDATION COMMISSION, INC., each of whom acknowledged that they executed and delivered the foregoing Articles of Amendment of the said corporation on the day and year therein mentioned.

Given under my hand and seal of office this the 24th day of May, 1976.



Thomas D. Klemm  
NOTARY PUBLIC

MY COMMISSION EXPIRES 10-16-1977

Received at the office of the Secretary of State, this the 9<sup>th</sup> day of June

A. D., 1976, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*Heber Lader*

SECRETARY OF STATE.

Jackson, Miss..

JUNE 10, 1976

I have examined this AMENDMENT to the Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

*A.F. Sumner*  
ATTORNEY GENERAL

By *George M. Simonds*  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CRENSHAW FIRE DEPARTMENT, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 14th day of June, A.D., 1976.



*Clair Fitch* Governor

By the Governor

*Heber Ladner*  
Secretary of State

RESOLUTION AUTHORIZING AND EMPOWERING  
PRESIDENT, SECRETARY, AND TREASURER  
TO APPLY FOR CORPORATE CHARTER

BE IT RESOLVED by the Crenshaw Fire Department:

1. That Billy H. Hall, President; Johnny Towery, Secretary; and Bill F. Knox, Treasurer, be and they are hereby authorized and directed to incorporate this organization under the provisions of Section 79-11-1 of the Laws of the State of Mississippi, the name of said organization to be CRENSHAW FIRE DEPARTMENT, INC.

2. The above resolution was presented by Clyde Sellers and seconded by Johnny Towery, and upon vote taken, unanimously adopted.

Mr. Johnny Towery, as Secretary, was directed to prepare a certificate of the foregoing Resolution for attachment to the Application for a Corporate Charter as required by Section 79-11-1 of the Mississippi Code of 1972, Annotated; and the President, Billy H. Hall, act as agent for process.

CERTIFICATE

I, Johnny Towery, do hereby certify that I am Secretary of the Crenshaw Fire Department, that the above and foregoing is a true and correct copy of a Resolution duly adopted at a meeting of said organization held May 21, 1976, in Crenshaw, Panola County, Mississippi, as the same is reflected by the minutes of said organization.

  
JOHNNY TOWERY

Sworn to and subscribed before me, this the 25 day of May, 1976.

(SEAL)

  
NOTARY PUBLIC

My Commission Expires: 8/27/1977.

CHARTER OF INCORPORATION

BOOK 226 PAGE 382

OF

CRENSHAW FIRE DEPARTMENT, INC.

1. The corporate title of said company is CRENSHAW FIRE DEPARTMENT, INC.
2. The names and post office addresses of the incorporators are:
  - a. Billy H. Hall, Box L, Crenshaw, Mississippi 38621
  - b. Bill F. Knox, 78 Broad Street, Crenshaw, Mississippi 38621
  - c. Johnny Towery, Box 195, Crenshaw, Mississippi 38621That the above named are adult residents of the State of Mississippi.
3. The domicile of the corporation in the State of Mississippi is 78 Broad Street, Crenshaw, Mississippi.
4. The corporation is a non-profit corporation and no shares of stock of said corporation are to be issued.
5. The purposes for which the corporation is created are:
  - a. To promote the citizen's interest and education in preventing fires in the Town of Crenshaw, Mississippi.
  - b. To provide leadership and guidance to the citizens of the Town of Crenshaw, Mississippi in the practices of fire prevention and fire fighting.
  - c. To buy, sell, receive, store or deliver any personal property being necessary or useful in the performance of the purposes for which the corporation is created; to have, hold, own, lease, sub-lease, purchase, pledge and mortgage real property necessary or incidental to the purposes of the corporation, and to issue bond, debentures, or obligations of the corporation from time to time for any of the objects or purposes of the corporation.
  - d. To operate under and in accordance with the terms and provisions of Section 79-11-1 et sec of Mississippi Code 1972, Annotated, relative to non-profit, non-share corporations.
  - e. To do any and all other lawful things necessary or incidental for the proper functioning of the corporation and the purposes for which it was created.
6. Such corporation shall not be required to make publication of this charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

Billy H. Hall  
Johnny Towery  
Bill F. Knox  
Incorporators

COUNTY OF PANOLA

BEFORE ME, the undersigned Notary Public in and for the aforesaid county and state, this day personally appeared the above named BILLY H. HALL, BILL F. KNOX, and JOHNNY TOWERY, who each acknowledged that they signed and executed the foregoing Charter of Incorporation on the date thereof as their act and deed.

GIVEN under my hand and official seal on this the 25 day \_\_\_\_\_, 1976.



R. M. P. Short  
NOTARY PUBLIC

My Commission Expires: 8/27/1977.

Received at the office of the Secretary of State, this the 9<sup>th</sup> day of June

A. D., 19 76, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Parker  
SECRETARY OF STATE.

Jackson, Miss.,

JUNE 10, 1976

I have examined this Application for A Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. F. Summers  
ATTORNEY GENERAL.

By George M. Swindell  
Assistant Attorney General.



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of  
PROVIDENCE COMMUNITY IMPROVEMENT CLUB

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 14th day of June, A.D., 1976.



*Calvin Fitch*

Governor

By the Governor

*Heber Ladner*  
Secretary of State

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

1. The corporation title of said company is: Providence Community Improvement Club

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Earnest Davis	133 Lewis Drive	Natchez	Mississippi
Miss Diane Hargraves	129 Lewis Drive	Natchez	Mississippi
Miss Glenda Washington	Rte 3 Box 39	Natchez	Mississippi

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at 129 Lewis Drive Natchez, Mississippi 39120  
 (Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

The corporation is a non-profit corporation and no shares of stock are to be issued. This is a fraternal corporation.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purpose and objective of this corporation shall be the promotion of community development, improvement and welfare, and to engage in recreational activities for the youth, assistance to the aged and assistance to the needy and the handicapped.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: Ernest J. Davis  
Ernest Davis

Ms. Diane Hargrave  
Miss Diane Hargraves

Ms. Glenda M. Washington  
Miss Glenda Washington

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

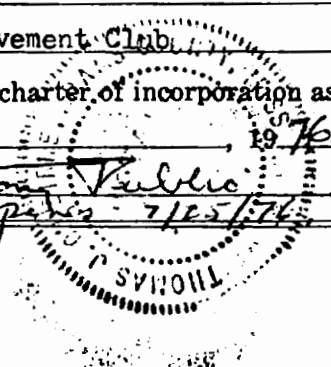
County of ADAMS

This day personally appeared before me, the undersigned authority Ernest Davis  
Miss Diane Hargraves and Miss Glenda Washington

incorporators of the corporation known as the Providence Community Improvement Club

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deeds on this the 5<sup>TH</sup> day of June, 1976

Thomas J. Reine Notary Public  
Miss Commissioner expires 7/25/76



STATE OF MISSISSIPPI

County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_

Received at the office of the Secretary of State this the 9<sup>th</sup> day of June  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Deber Caban  
Secretary of State

Jackson, Miss., JUNE 10, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

A. F. Sumner Attorney General  
By George M. Swindell Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

RESOLUTION OF PROVIDENCE COMMUNITY IMPROVEMENT CLUB

BE IT RESOLVED by the members of the Providence Community Improvement Club, an unincorporated association of individuals, that it is to the best interest of this association that it be forthwith incorporated as a non-profit corporation under the laws of the State of Mississippi applicable thereto, and that at a meeting of the association on the 22th day of April, 1976, at which meeting there were present more than 20% of the members in good standing of this association, and that Earnest Davis, Miss Diane Hargraves and Miss Glenda Washington be and they are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this association to be named the Providence Community Improvement Club; and that they are fully empowered to do and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the association as may be necessary so to do.

CERTIFICATE

I, Miss Diane Hargraves, do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is true and correct copy of a Resolution duly adopted at a meeting thereof held on the 22th day of April, 1976, at 133 Lewis Drive, Natchez, Mississippi 39120 at which a majority of the members were present, and said meeting was duly and properly called and held.

Witness my signature, this the 5  
day of June, 1976.

Secretary Ms. Dianne Hargraves

BOOK 226 PAGE 389  
**State of Mississippi**

**EXECUTIVE**



**OFFICE**

**Jackson**

*The within and foregoing Amendment to the  
Charter of Incorporation of*

**WE CARE COMMUNITY SERVICES, INC.**

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 16th day of June, 1976.*

*Attest:*

*Heber Ladner*  
*Secretary of State.*

*Calvin Finch*  
*Governor.*

CERTIFIED COPY OF RESOLUTION  
ADOPTED BY  
WE CARE COMMUNITY SERVICES, INC.  
AT A MEETING OF THE MEMBERS HELD ON  
MAY 29, 1976

AUTHORIZING AND DIRECTING THE AMENDMENT OF  
THE CHARTER OF INCORPORATION OF  
WE CARE COMMUNITY SERVICES, INC.

WHEREAS, We Care Community Services, Inc., is a voluntary non-profit incorporation chartered by the State of Mississippi, and,

WHEREAS, after thorough discussion in a duly held meeting this corporation desires to amend its charter to add an additional Article.

THEREFORE, BE IT RESOLVED by the members of the We Care Community Services, Inc., that its charter is amended as follows:


ARTICLE IX.

We Care Community Services, Inc., is a non-profit corporation, organized and operated exclusively for charitable purposes, no part of the net earnings of which inure to the benefit of any private shareholder or individual, no substantial part of the activities of which is carrying on propaganda or otherwise attempting to influence legislation, and which does not participate in, or intervene in (including the publishing or distributing of statements), and political campaign on behalf of any candidate for public office; and should dissolution of the organization occur, the assets of the corporation shall be dedicated to another non-profit chartered organization.

CERTIFICATE

I, Tommie Lee Williams, Sr., President of We Care Community Services, Inc., do hereby certify that the above and foregoing resolution is a true and correct copy of a certain resolution adopted by We Care Community Services, Inc., in a meeting assembled on the 29th day of May, 1976, in Vicksburg, Mississippi.

WITNESS MY SIGNATURE, this 16<sup>th</sup> day of June, 1976.

  
\_\_\_\_\_  
TOMMIE LEE WILLIAMS, SR.,  
PRESIDENT

ARTICLE OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OF  
WE CARE COMMUNITY SERVICES, INC.  
2509 HANNAH STREET  
VICKSBURG, MISSISSIPPI 39180

Pursuant to the provisions of Section 79-11-9, Mississippi Code of 1972,  
the undersigned corporation adopts the following Article of Amendment to  
its Articles of Incorporation.

First: The Articles of Incorporation of the We Care Community Services, Inc.,  
is hereby amended to add Article IX, which is as follows:

ARTICLE IX.

We Care Community Services, Inc., is a non-profit corporation, organized and operated exclusively for charitable purposes, no part of the net earnings of which inure to the benefit of any private shareholder or individual, no substantial part of the activities of which is carrying on propaganda or otherwise attempting to influence legislation, and which does not participate in, or intervene in (including the publishing or distributing of statements), and political campaign on behalf of any candidate for public office; and should dissolution of the organization occur, the assets of the corporation shall be dedicated to another non-profit chartered organization.

Second: The above amendment of the Articles of Incorporation was adopted by the members of the corporation on May 29, 1976, at a regular meeting of the members of the Corporation in Vicksburg, Mississippi. We Care no longer operates a snack bar as a means of raising funds for helping; was discontinued on April 30, 1976. We spend all time solely helping needy families.

This is 31<sup>st</sup> day of May, 1976.

WE CARE COMMUNITY SERVICES, INC.

BY: Tommie Lee Williams Sr  
TOMMIE LEE WILLIAMS, SR., PRESIDENT

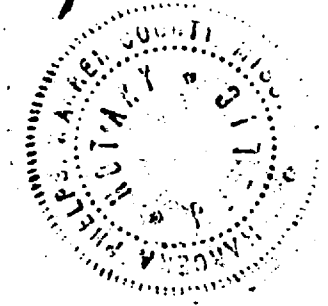
ACKNOWLEDGMENT

STATE OF MISSISSIPPI

COUNTY OF WARREN

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, TOMMIE LEE WILLIAMS, SR., President of We Care Community Services, Inc., who acknowledges that he signed and executed the above and foregoing Article of Amendment to the Articles of Incorporation of We Care Community Services., on this the 31<sup>st</sup> day of May, 1976.

*Marcus A. Phelps*  
NOTARY PUBLIC



MY COMMISSION EXPIRES:  
April 12, 1977



Received at the office of the Secretary of State, this the 9<sup>th</sup> day of June

A. D., 1976, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[Signature]  
SECRETARY OF STATE.

Jackson, Miss.,

6-16-76

I have examined this Amendment to the Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

[Signature]  
ATTORNEY GENERAL

By [Signature]  
Assistant Attorney General.

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# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

NATCHEZ HOME HEALTH SERVICES, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 16th day of June A. D., 1976.



*Calvin T. Tucker*

Governor

By the Governor

*Heber Ladner*  
Secretary of State

RESOLUTION OF NATCHEZ HOME HEALTH SERVICES, INC., AN UNINCORPORATED ASSOCIATION, TO INCORPORATE, DESIGNATING THE INCORPORATORS, THE NAME OF THE PROPOSED CORPORATION AND AUTHORIZING THE EXPENDITURE OF THE FUNDS OF THE ASSOCIATION NECESSARY TO DO SO.

BE IT RESOLVED by the members of NATCHEZ HOME HEALTH SERVICES, INC., an unincorporated association of individuals, that it is to the best interests of this association that it be forthwith incorporated as a nonprofit corporation under the laws of the State of Mississippi applicable thereto and that DAVID EVERETT PARADISE, J. STUART SARGENT AND JOE D. HERRINGTON are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this association to be named NATCHEZ HOME HEALTH SERVICES, INC. ; that they are fully empowered to do and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the association as may be necessary so to do.

BE IT FURTHER RESOLVED by the members of NATCHEZ HOME HEALTH SERVICES, INC., an unincorporated association of individuals, that in the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local government for exclusive public purpose.

C E R T I F I C A T E

I, DAVID EVERETT PARADISE, so hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is a true and correct copy of a Resolution duly and properly adopted at a meeting thereof held on the 31st day of May, 1976, at Biloxi, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

Witness my signature, this the 31st day of May, 1976.

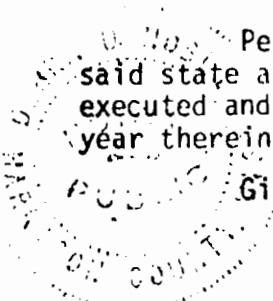
David Everett Paradise  
SECRETARY

STATE OF MISSISSIPPI  
COUNTY OF HARRISON

Personally appeared before me, the undersigned authority in and for said state and county, David Everett Paradise, who acknowledged that he signed, executed and delivered the above and foregoing instrument on the day and year therein mentioned.

Given under my hand and official seal on the 31st day of May, 1976 A.D.

Hebra M. Noble  
Notary Public



Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

# THE CHARTER OF INCORPORATION OF

NATCHEZ HOME HEALTH SERVICES, INC.

1. The corporation title of said company is:  
NATCHEZ HOME HEALTH SERVICES, INC.

2. The names and post office addresses of the incorporators are:  
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
David Everett Paradise	Rt. 6, Box 453	Natchez	Miss.
J. Stuart Sargent	P. O. Box 552	Natchez	Miss.
Joe D. Herrington	19 Melaine Road	Natchez	Miss.

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at Box 453 Steam Plant Road, Natchez, Miss. 39120  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

The corporation is non-profit and no shares of stock are to be issued and it is to be one of the types of corporations authorized by the provisions of Section 79-11-1 of the Mississippi Code of 1972, and amendments thereto, to-wit: for establishing, maintaining and operating corporations to provide medical and nursing services.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

1. To provide nursing services on an out-patient basis as limited by and within the meaning of Section 510(c)(3) of the Internal Revenue Code of 1954.
2. To provide medical care, physical therapy, speech therapy, social services, and dietary consultation as limited by and within the meaning of Section 510(c)(3) of the Internal Revenue Code of 1954.
3. To furnish medical equipment and appliances to patients as limited by and within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954.

shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures:

Joe Herrington, M.D.  
David Everett Paradise  
J. Stuart Sargent

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

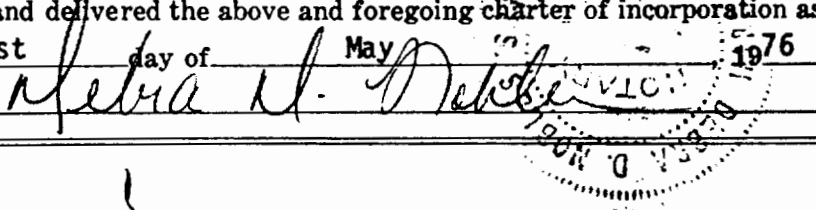
County of Harrison

This day personally appeared before me, the undersigned authority Joe Herrington, M.D.  
David Everett Paradise, J. Stuart Sargent,

incorporators of the corporation known as the Natchez Home Health Services, Inc.

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deeds on this the 31st day of May, 1976

My Commission Expires May 31, 1977



STATE OF MISSISSIPPI

County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 15 day of June A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helva H. Decker  
Secretary of State

Jackson, Miss., 6/15, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

A. Summer  
Attorney General  
By Donald Clark Jr.  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

BOOK 226 PAGE 399  
State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

COMMUNITY ADVANCEMENT, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 16th day of June A. D., 1976.



*Calvin Finch*

Governor

By the Governor

*Heber Ladner*  
Secretary of State

CERTIFIED COPY OF RESOLUTION ADOPTED BY  
COMMUNITY ADVANCEMENT AT A MEETING  
HELD ON 4 JUNE 1976 AUTHORIZING AND  
DIRECTING INCORPORATION OF  
COMMUNITY ADVANCEMENT, INC.

WHEREAS, Community Advancement is now a voluntary, non-profit, unincorporated organization, composed of persons who have associated themselves together for the purpose of sponsoring and encouraging charitable, civic, and educational work; and

WHEREAS, after thorough investigation and discussion in a noticed meeting assembled, this organization finds that incorporation will entitle said organization to financial, organizational and other advantages not now enjoyed, and will facilitate the accomplishment of the purposes of the organization; and

WHEREAS, the members of this organization further find that the organization should be incorporated forthwith as a non-profit corporation under and by virtue of the laws of the State of Mississippi.

THEREFORE BE IT RESOLVED by Community Advancement that:

1. James D. Johnson, Kaaren M. Price, and Nellie Foster Beard are hereby authorized to proceed forthwith to take all actions and do all things necessary to incorporate Community Advancement, a non-profit corporation under the laws of the State of Mississippi, and to act as the incorporators thereof.

2. The corporate title of the corporation herein authorized shall be "COMMUNITY ADVANCEMENT, INC."

3. The domicile of said corporation shall be at 413 South President Street, Jackson, Mississippi.

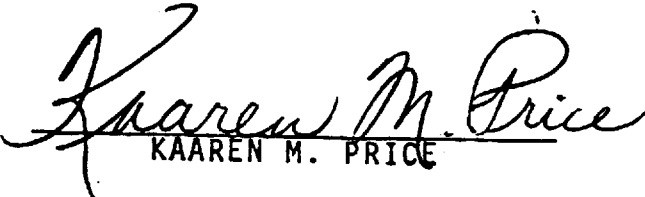


4. The purposes and powers of the said corporation shall be as set forth in the copy of the proposed charter of incorporation, a copy of which is attached hereto as Exhibit "A" and is adopted herein by reference, as fully as if copied here in words and figures.

C E R T I F I C A T E

I, Kaaren M. Price, one of the incorporators and secretary of COMMUNITY ADVANCEMENT, INC., do hereby certify that the above and foregoing resolution is a true and correct copy of a certain resolution adopted by COMMUNITY ADVANCEMENT, in a meeting assembled on the 25th of April 1975, in Jackson, Mississippi.

WITNESS MY SIGNATURE, this the 4th day  
of June, 1976.

  
KAAREN M. PRICE

THE CHARTER OF INCORPORATION  
OF  
COMMUNITY ADVANCEMENT, INC.

1. The corporate title of said corporation is  
COMMUNITY ADVANCEMENT, INC.

2. The names and addresses of the incorporators,  
all of whom are members of the organization and adult  
resident citizens of the State of Mississippi are:

JAMES D. JOHNSON, whose address is 3647 Valley  
Road, Jackson, Mississippi;

KAAREN M. PRICE, whose address is 512 Woodward  
Avenue, Jackson, Mississippi;

NELLIE FOSTER BEARD, whose address is 3545 Flag  
Chapel Drive, Jackson, Mississippi.

3. The domicile of the corporation is at 413  
South President Street, Jackson, Mississippi.

4. This is a non-profit corporation and no shares  
of stock shall be issued. This corporation is created  
and shall operate and act as a charitable, educational  
and civic improvement corporation.

5. The period of existence shall be perpetual.

6. The purposes for which it is created, not con-  
trary to law, including a statement of the rights and  
powers that are to be exercised by said corporation, which  
said rights and powers shall be limited to those reasonably  
necessary to accomplish the stated purposes of the associa-  
tion being incorporated are as follows:

(a) To receive and maintain a fund or funds of  
real or personal property, or both, and, subject  
to the restrictions and limitations hereinafter  
set forth, to use and apply the whole or any  
part of the income therefrom or the principal  
thereof exclusively for charitable, educational

or civic improvement purposes, directly, or by contributions to organizations that qualify as exempt organizations under the Internal Revenue Code and its regulations.

(b) To operate for charitable, educational and civic improvement purposes, including the provision of the advice, assistance and advocacy of lawyers for people in poverty, and to sponsor an educational program to acquaint people in poverty, the practicing bar and the public in general with the legal rights and problems of people in poverty.

(c) All assets of the corporation shall be principally and directly dedicated exclusively to the above stated educational or civic improvement work. The corporation shall not engage in business activities for profit and not part of any net earnings of the corporation shall inure to the benefit of any member, director or officer of the corporation, or any private individual, save and except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes, and no member, director or officer of the corporation, or private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

(d) Upon the dissolution of the corporation, the assets of the corporation shall be distributed exclusively to one or more charitable educational organizations which would then qualify under Section 501 (c) (3) of said Code and regulations.

(e) As a means of accomplishing the foregoing charitable educational or civic improvement

purposes, the corporation shall have the following powers:

- (1) To adopt, amend, and alter bylaws of corporation governing its internal affairs.
- (2) To elect and appoint officers, agents, and employees, consistent with said bylaws and this Charter and not in violation of State law.
- (3) To accept, acquire, receive, take and hold by request, devise, grant, gift, purchase, exchange, lease, transfer, judicial order or decree, or otherwise, for any of its objects and purposes, any property, both immovable and movable, of whatever kind, nature, or description and wherever situated.
- (4) To sell, exchange, convey, mortgage, lease, transfer or otherwise dispose of any such property, both immovable and movable, as the objects and purposes of the corporation may require, subject to such limitations as may be prescribed by law.
- (5) To borrow money, and, from time to time, to make, accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange, and other obligations of the corporation for moneys borrowed or in payment for property acquired or for any of the other purposes of the corporation, and to secure the payment of any such obligations by mortgage, pledge, deed of trust, indenture, agreement, or other instrument of, or agreement in regard to all or any part of the property, rights, or privileges of the corporation, wherever situated, whether now owned or hereafter to be acquired.
- (6) To invest and reinvest its funds in such stock common or preferred, bonds, debentures, mortgages, or in such other securities and property as may be provided for in the bylaws of the corporation, subject to the limitations and conditions contained in any bequest, devise, grant or gift, provided such limitations and conditions are not in conflict with the provisions of Section 501 (c) (3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.
- (7) In general, and subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers which are now or hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth, or reasonably necessary to the attainment of the purposes of the corporation, subject to the further limitation and condition that, notwithstanding any other provisions of these

Articles, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of the corporation and as may be exercised by an organization exempt Section 501 (c) (3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended and by an organization contributions to which are deductible under Section 170 (c) (2) of such code and regulations as they now exist or as they may hereafter be amended.

7. This Corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for the non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death, or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

Nellie Foster Beard

James D. Johnson

Kaaren M. Price

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, James D. Johnson, Kaaren M. Price and Nellie Foster Beard, incorporators of the Corporation known as COMMUNITY ADVANCEMENT, INC., who acknowledge that they signed and executed the above and foregoing Articles of Incorporation on this the 4th day of June, 1976

Barry H. Powell  
NOTARY PUBLIC

My Commission Expires  
November 6, 1978

CERTIFICATE OF SECRETARY OF STATE

Received at the office of the Secretary of State this the 10<sup>th</sup> day of June, A.D., 1976, together with the sum of \$200 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

  
\_\_\_\_\_  
SECRETARY OF STATE

CERTIFICATE OF ATTORNEY GENERAL

Jackson, Mississippi  
JUNE 11, 1976

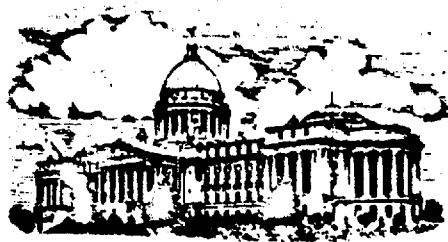
I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

  
\_\_\_\_\_  
ATTORNEY GENERAL

BY:   
\_\_\_\_\_  
ASSISTANT ATTORNEY GENERAL

BOOK 226 PAGE 407  
**State of Mississippi**

**EXECUTIVE**



**OFFICE**

**Jackson**

*The within and foregoing Amendment to the  
Charter of Incorporation of*

**AAA AMBULANCE SERVICE**

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 16th day of June, 1976.*

*Calvin Fisher*

*Attest:*

*Heber Ladner*  
*Secretary of State.*

*Governor.*

RESOLUTION AUTHORIZING AMENDMENT  
OF CHARTER OF INCORPORATION OF  
AAA AMBULANCE SERVICE

RESOLVED, that Paragraph 6 of the Charter of Incorporation of AAA Ambulance Service be, and the same is hereby, amended by adding subparagraphs (g) and (h), which read as follows:

"(g) In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local government for exclusive public purpose."

"(h) Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law."

FURTHER RESOLVED, that Lowery A. Woodall and W. L. Holmes, President and Secretary, respectively, of this corporation, be, and they are hereby, authorized and directed to execute and file with the Secretary of State of the State of Mississippi a copy of the above amendment, together with all other appropriate documents and instruments, for the purpose of effecting said amendment, to pay the necessary filing fees, and to take any and all other action required to obtain approval of the foregoing amendment and the filing thereof as required by law.

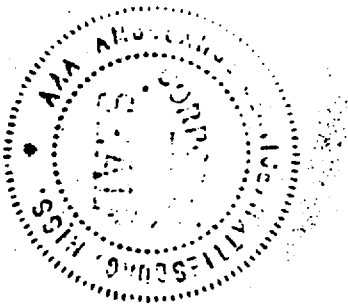
(End of Resolution)



CERTIFICATE

I, the undersigned W. L. Holmes, Secretary of AAA Ambulance Service, a Mississippi non-profit, non-share corporation, do hereby certify that the above and foregoing is a true, correct and complete copy of a Resolution duly and legally adopted by the members of AAA Ambulance Service at a special meeting thereof held on June 3 , 1976, as the same appears of record in the Minute Book of said corporation in my custody.

THIS 3<sup>d</sup> day of June, A. D., 1976.



W. L. Holmes, Jr.  
W. L. HOLMES, Secretary  
AAA Ambulance Service

AMENDMENT TO THE CHARTER OF INCORPORATION  
OF  
AAA AMBULANCE SERVICE

---

Pursuant to the provisions of Miss. Code Ann. § 79-11-9 (1972) the undersigned domestic non-profit, non-share corporation adopts the following amendment to its Charter of Incorporation, which charter was approved and issued on September 22, 1967:

FIRST: The name of this corporation is AAA Ambulance Service.

SECOND: The following amendment of the Charter of Incorporation was adopted and approved by the members of the corporation on June 3, 1976:

Paragraph 6 of the Charter of Incorporation is hereby amended by adding subparagraphs (g) and (h), which read as follows:

"(g) In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local government for exclusive public purpose."

"(h) Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law."

(End of Amendment)

THIRD: The above amendment was unanimously approved and adopted by the members of the corporation.

DATED this 31 day of June, A. D., 1976.



AAA AMBULANCE SERVICE

By Lowery A. Woodall  
Lowery A. Woodall, President

Attest:

W. L. Holmes, J.  
W. L. Holmes, Secretary

STATE OF MISSISSIPPI

COUNTY OF FORREST

I, the undersigned Notary Public, do hereby certify that on this 3rd day of June, 1976, personally appeared before me LOWERY A. WOODALL and W. L. HOLMES, who being by me first duly sworn, declared that they are President and Secretary, respectively, of AAA Ambulance Service, a Mississippi non-profit, non-share corporation; that they executed the foregoing document as President and Secretary, respectively, of the corporation, and that the statements therein contained are true.

Nana Mae Smith  
Notary Public

My Commission Expires:

"Notary Public, Forrest County, Mississippi  
My Commission Expires September 12, 1977"

(NOTARIAL SEAL)



Received at the office of the Secretary of State, this the 10<sup>th</sup> day of June

A. D., 1976, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Herbert Palmer  
SECRETARY OF STATE.

Jackson, Miss.,

JUNE 11, 1976

I have examined this AMENDMENT TO THE Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A.F. Summer  
ATTORNEY GENERAL.

By Georgem. Swindell  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE BURNING BUSH MINISTRIES

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 17th day of June A. D., 1976.

*Calvin Finch*

Governor

By the Governor

*Heber Ladner*

Secretary of State



MINUTES OF MEETING  
OF  
THE BURNING BUSH MINISTRIES UNINCORPORATED

Date of meeting: June 14, 1976

Place: Clinton, Mississippi

The association of members of The Burning Bush Ministries Unincorporated met and the following motions were made by Edward R. Bryon, Jr.:

1. That Gene C. Bryon be elected secretary of this association.
2. That the association incorporate as a non profit, religious organization.
3. That the following members be designated to be the incorporators of said organization. (item#6)
4. That the title of the corporation be, The Burning Bush Ministries.
5. That the domicile of the corporation be, 1013 Arlington, Street, Clinton, Mississippi 39056.
6. The members designated to incorporate shall be:


James A. Hankins

Gene C. Bryon

Edward R. Bryon, Jr.

The above motions: Seconded by James A. Hankins and approved unanimously by vote of the membership.

I certify the above to be true and correct.

  
Gene C. Bryon  
Secretary

CHARTER OF INCORPORATION  
OF  
THE BURNING BUSH MINISTRIES

## ARTICLE I

The corporate title of said company is; The Burning Bush Ministries.

## ARTICLE II

The names and addresses of the incorporators, all of whom are adult resident citizens of The State of Mississippi are:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Gene C. Bryon	1013 Arlington, St., Clinton, MS 39056
James A. Hankins	1754 Raymond, Rd., Jackson, MS 39204
Edward R. Bryon, Jr.	1013 Arlington, St., Clinton, MS 39056

## ARTICLE III

The domicile of the corporation is: (Agent: Edward R. Bryon, Jr.)  
1013 Arlington, Street Clinton, Mississippi 39056

## ARTICLE IV

Section A. The corporation shall be a nonprofit, nonshare religious corporation

Section B. The corporation shall issue no shares of stock.

Section C. The corporation is organized and shall be operated exclusively for the religious purpose of advancing the cause of Christ, primarily in the field of evangelism. In the furtherance of it's purpose it may promote, establish, conduct and maintain activities in it's own behalf: and for such purposes it may solicit and receive funds and other property, real personal and mixed, and interest therein, by gift, transfer, devise, or bequest.

It may invest, reinvest, hold manage, administer, expend, and apply such funds and property, subject to such limitations and conditions, if any, as may be expressed in any instrument evidencing such gift, transfer, devise, or bequest; but in all events subject to the limitation, that the corporation shall not engage otherwise than as an insubstantial part of its activities, in activities, which in themselves are not in furtherance of one or more of the above stated purposes of the corporation.

No part of the income or the principal of the corporation shall insure to the benefit or be distributed to any member, director, or officer of the corporation during the existence of the corporation or upon its liquidation, but reimbursement for expenditures or payment for services rendered shall not be deemed to

be distribution of income or principal. The corporation shall not carry on propaganda, or otherwise attempt to influence legislation; nor shall it engage in subversive or un-American activities; nor shall it engage in any political campaign, relating to the candidacy of any person, or otherwise.

ARTICLE V

The period of the existence of this corporation shall be perpetual.

ARTICLE VI

The purpose for which this corporation is created and a statement of the rights and powers that are to be exercised by this corporation, which rights and powers are limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated are:

Section A. The rights and powers set forth in article IV above.

Section B. The following rights and powers:

1. To sue and be sued, complain, and defend in its corporate name.
2. To have a corporate seal which may be altered at pleasure, and use same by causing it, or facsimile thereof to be impressed or affixed or in any other manner reproduced.
3. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property, or any interest therein, wherever situated.
4. To sell, convey, mortgage, pledge lease, transfer and otherwise dispose of all or any part of its assets.
5. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal with, shares or other interests, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals or direct or indirect obligations of The United States or any government, state, territory, governmental district or municipality or of any instrumentally thereof.
6. To make contracts and guarantees and incur liabilities, borrow money, issue its notes, bonds, and other obligations by mortgage or pledge or all or any part of its property or income.



7. To lend money for its corporate purposes, invest and reinvest its funds, and to take and hold real and personal property as security for payment of funds so loaned or invested.
8. To conduct its business, carry on its operations and have offices exercise the powers granted by this act in any state, territory, district, or possession of the United States or in any foreign country.
9. To elect and/or appoint officers and agents of the corporation, and define their duties and fix their compensation.
10. To make and alter by-laws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration and regulation of the affairs of this corporation.
11. To have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized, but subject to the limitation that in all events, that the corporation shall not engage, otherwise than an insubstantial part of its activities in pursuits which in themselves are not in furtherance of one or more of the above stated purposes of the corporation.

Section C. This corporation shall have the power to cease its corporate activities and surrender its corporate franchise. If for any reason it becomes necessary to dissolve this corporation:

1. Assets held in trust by it in specific trust shall be applied so far as feasible in accordance with the terms of that trust.
2. The remaining assets not held in trust shall be applied so far as feasible toward carrying out the purposes stated in these articles.
3. In the event and to the extent that, the judgement of the directors of the corporation, it is not feasible to apply the assets as provided in clauses 1 and 2, the assets shall be applied to and for the use of such religious organizations qualifying for tax exemption under the Internal Revenue Laws of The United States as may be directed by the Chancery Court of the county and state in which the principal office of the corporation

is located, in an action brought for that purpose by the corporation or its board of directors.

ARTICLE VII

Members of the association shall consist of the incorporators, persons serving on the board of directors, and other persons who may be elected by the board of directors.

Membership may be cancelled by the board of directors for non-activity, non-support or for any cause judged by the board of directors to be contrary to the best interest of the corporation.

ARTICLE VIII

This corporation shall not be required to make publication of its charter, shall vest in each member the right to vote one vote in the election of all officers, shall make the loss of membership by death or otherwise, the termination of all interest in the corporation, and its assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

WITNESS THE SIGNATURES OF THE INCORPORATES, this the 15<sup>th</sup> day of June, 1976 The Year of Our Lord

Gene C. Bryon \_\_\_\_\_  
James A. Hankins \_\_\_\_\_  
Edward R. Bryon, Jr. \_\_\_\_\_

State of Mississippi  
County of Hinds

Personally appeared before me, the undersigned authority in and for the jurisdiction as foresaid, the within named

Gene C. Bryon James A. Hankins Edward R. Bryon, Jr.

who acknowledged that they signed and delivered the foregoing instrument on the day and year for the purposes therein contained.

Francis Dalton \_\_\_\_\_

Notary Public

My commission expires July 27, 1978



Received at the office of the Secretary of State, this the 17 day of June  
A. D., 1976, together with the sum of \$ 20<sup>00</sup> deposited to cover the recording fee, and  
referred to the Attorney General for his opinion.

Heber Ladner  
SECRETARY OF STATE.

Jackson, Miss.,

June 17, 1976

I have examined this \_\_\_\_\_ Charter of incorporation,  
and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United  
States.

A. J. Sumner  
ATTORNEY GENERAL.  
By Donald L. [Signature]  
Assistant Attorney General.

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# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

DIXIE FOUR WHEELERS, INCORPORATED

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 18th day of June A. D., 1976.



*Calvin Finch*

Governor

By the Governor

*Heber Ladner*  
Secretary of State

RESOLUTION

WHEREAS, Dixie Four Wheelers, by and through its dues paying members, hereby make it known that the majority of said dues paying members authorize the three (3) persons listed hereinbelow to incorporate said organization as non-profit corporation under the laws of the State of Mississippi.

THEREFORE, BE IT RESOLVED that the three (3) persons listed hereinbelow are hereby authorized to incorporate Dixie Four Wheelers as a non-profit corporation under the laws of the State of Mississippi.

THIS THE 20th day of May, 1976.

*William L. Chance*  
 WILLIAM L. CHANCE

*George Ray Williams*  
 GEORGE RAY WILLIAMS

*Hubert E. McPhail*  
 HUBERT McPHAIL

CERTIFICATE

I, Hubert McPhail, duly elected Secretary of Dixie Four Wheelers, hereby certify that the above and foregoing Resolution is a true and correct copy of the minutes of said organization.

*Hubert E. McPhail*  
 HUBERT McPHAIL

THE CHARTER OF INCORPORATION OF  
DIXIE FOUR WHEELERS, INCORPORATED

1. The corporation title of said company is Dixie Four Wheelers, Incorporated.
2. The names and post office addresses of the incorporators are:

William L. Chance	1754 McGee Street Jackson, Mississippi 39204
George Ray Williams	3322 Oakview Drive Jackson, Mississippi 39204
Hubert McPhail	1016 Robinson Street Jackson, Mississippi 39203

All of the above incorporators are adult resident citizens of the State of Mississippi.

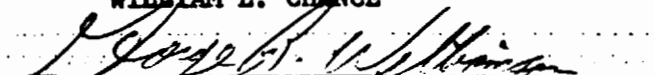
3. The domicile is at 1754 McGee Street, Jackson, Mississippi.
4. Dixie Four Wheelers, Incorporated, is a civic improvement society, a non-profit organization and no shares of stock shall be issued as provided by Section 79-11-1, Code of Mississippi of 1972, and amendments thereto.
5. Period of existence shall be perpetual.
6. The purpose for which Dixie Four Wheelers, Incorporated is created, not contrary to law, including the rights and powers to be exercised, said rights and powers being limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated are as follows:

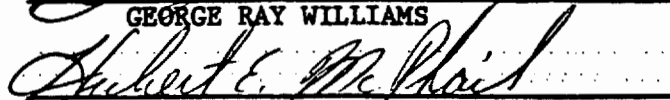
Dixie Four Wheelers, Incorporated is created by interested citizens of the Jackson, Mississippi Metropolitan Area for the purpose of organizing, sponsoring and holding off-road mud derby races. The

organization will be civic improvement centered by promoting mutual fellowship and a fraternal spirit through meetings, picnics, caravans, mud derbies, service projects and other such worthwhile activities. Dixie Four Wheelers, Incorporated will also promote safety among drivers of off-road four wheel driven vehicles. The Corporation shall own, rent and lease property upon which projects and races will be held. It shall have any further rights and powers reasonably necessary to organize, sponsor and hold off-road four wheel driven vehicle races, all in conformity with the Laws of the State of Mississippi and particularly Section 79-11-1 through 79-11-33 of the Code of 1972 and the rights and privileges thereunder.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporation debts, but the entire corporate property shall be liable for the claims of creditors.

  
WILLIAM L. CHANCE

  
GEORGE RAY WILLIAMS

  
HUBERT McPHAIL

Incorporators

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority William L. Chance, incorporator of the corporation known as the Dixie Four



Wheelers, Incorporated, who acknowledged that he signed and delivered the above and foregoing charter of incorporation as his act and deed on this the 21st day of May, 1976.

*John M. Luckett*  
\_\_\_\_\_  
NOTARY PUBLIC



STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority George Ray Williams, incorporator of the corporation known as the Dixie Four Wheelers, Incorporated, who acknowledged that he signed and delivered the above and foregoing charter of incorporation as his act and deed on this the 21st day of May, 1976.

*John M. Luckett*  
\_\_\_\_\_  
NOTARY PUBLIC

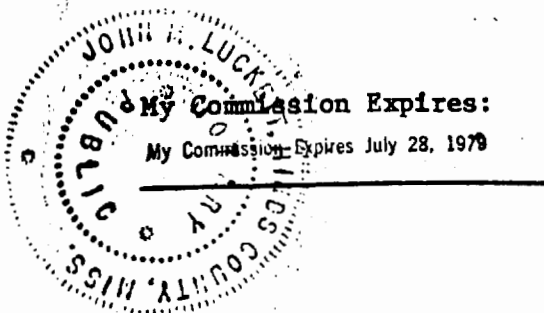


STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority Hubert McPhail, incorporator of the corporation known as the Dixie Four Wheelers, Incorporated, who acknowledged that he signed and delivered the above and foregoing charter of incorporation as his act and deed on this the 21st day of May, 1976.

*John M. Luckett*  
\_\_\_\_\_  
NOTARY PUBLIC



Received at the office of the Secretary of State this the 10<sup>th</sup>  
day of June, A.D., 1976, together with the sum of \$ 20.00  
deposited to cover the recording fee, and referred to the Attorney General  
for his opinion

Heber Palmer  
Secretary of State

Jackson, Miss., 6/16, 1976

I have examined this application for a charter of incorporation  
and am of the opinion that it is not violative of the Constitution and laws  
of the State, or of the United States.

A. J. Sumner  
Attorney General

By:

Donald Clark  
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SOUTHWEST MISSISSIPPI C.B.'ERS CLUB, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 18th day of June A. D., 1976.



*Calvin Finch*

Governor

By the Governor

*Heber Ladner*  
Secretary of State

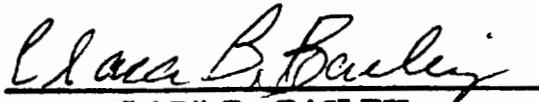
RESOLUTION OF SOUTHWEST MISSISSIPPI C. B. 'ERS CLUB,  
An Unincorporated Association, To Incorporate, Designating  
the incorporators, the name of the proposed corporation, and  
authorizing the expenditure of the funds of the Association  
necessary to do so.

Be it resolved by the members of Southwest Mississippi C. B. 'ers Club,  
an unincorporated association of individuals, that it is the best interest of  
this association that it be forthwith incorporated as a non-profit corporation  
under the law of the State of Mississippi applicable thereto and that JAMES H.  
BUIE, CLARA B. BAILEY and WILLIAM F. WATKINS are elected, appointed,  
designated and authorized to act as incorporators in applying for a charter of  
this association to be named SOUTHWEST MISSISSIPPI C. B. 'ERS CLUB;  
that they are fully empowered to do so and perform any and all other acts  
necessary to secure said charter and authorize the expenditure of such funds  
of the association as may be necessary so to do.

CERTIFICATE

I, CLARA B. BAILEY, do hereby certify that I am the duly elected,  
qualified and acting Secretary of the above named unincorporated association  
of individuals, and that the foregoing is true and correct copy of a Resolution  
duly adopted at a meeting thereof held on the 10th day of April, 1976, at  
McComb, Pike County, Mississippi, at which a majority of the members  
were present, and said meeting was duly and properly called and held.

WITNESS MY SIGNATURE on this, the 1st day of May, 1976.

  
CLARA B. BAILEY  
SECRETARY

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

SOUTHWEST MISSISSIPPI C.B.'ERS CLUB, INC.

1. The corporation title of said company is: Southwest Mississippi C.B.'ers Club, Inc.

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
James H. Buie	Route 2 (Shady Grove Road)	Ruth	Mississippi
Clara B. Bailey	Route 2 (Shady Grove Road)	Ruth	Mississippi
William F. Watkins	110 North Cherry Street	Magnolia	Mississippi

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at Shady Grove Road Ruth, Pike County, Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 79-11-1, Code of Mississippi of 1972, and amendments thereto.)

The corporation is a non-profit corporation and no shares of stock shall be issued and is a civic and charitable organization as authorized by the provisions of Section 79-11-1, Mississippi Code of 1972, and amendments thereto.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

I. To foster fellowship, good will, educational advancement in Citizens Band Radio and to help local law and other community projects.

II. To achieve the above the Club will:

A. Provide an opportunity to all citizens band operators to know each other and to familiarize them with the rules and regulations of the Federal Communications Commission concerning Citizens Band Radio Communications.

B. Efficiently plan to eliminate undue and unnecessary interference.

C. Keep members posted on current developments in the field of Citizens Band Radio Communications.

D. Provide community service by aiding local agencies and organizations in time of need through the use of Citizens Band Radio Communication equipment.

E. The rights and powers of said corporation as set out above shall be limited to those reasonably necessary to accomplish the stated purposes for which the corporation is created.

F. Service, assistance, help, rescue operations, and other similar activities will be performed only after request by local law enforcement officers.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: James H. Buie  
Clara S. Bailey  
William F. Watkins  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

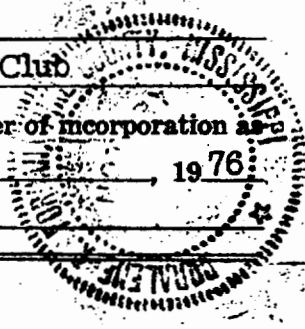
ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of Pike

This day personally appeared before me, the undersigned authority James H. Buie, Clara B. Bailey and William F. Watkins

incorporators of the corporation known as the Southwest Mississippi C.B.'ers Club who acknowledged that ~~(he)~~ (they) signed and delivered the above and foregoing charter of incorporation as ~~(his)~~ (their) act and deeds on this the 29<sup>th</sup> day of April, 1976

My Comm. Expires: 11-15-76 Dorlene R. Forman Notary Public



STATE OF MISSISSIPPI  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_ who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 21 day of May A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Palmer  
Secretary of State

Jackson, Miss., 6/16, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

Donald [Signature] Attorney General  
By [Signature] Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MISSISSIPPI GOVERNOR'S COMMITTEE ON EMPLOYMENT OF THE HANDICAPPED, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 23rd day of June A. D., 1976.



*Leuchter*

LIEUTENANT AND ACTING

Governor

By the Governor

*Heber Ladner*

Secretary of State

RESOLUTION OF MISSISSIPPI GOVERNOR'S COMMITTEE ON EMPLOYMENT OF THE HANDICAPPED, An Unincorporated Association, To Incorporate, Designating the incorporators, The name of the proposed corporation and authorizing the expenditure of the funds of the association necessary to do so.

Be It resolved by the members of the MISSISSIPPI GOVERNOR'S COMMITTEE ON EMPLOYMENT OF THE HANDICAPPED, an unincorporated association of individuals, that it is the interests of this association that it be forthwith incorporated as a nonprofit corporation under the law of the State of Mississippi applicable thereto and that

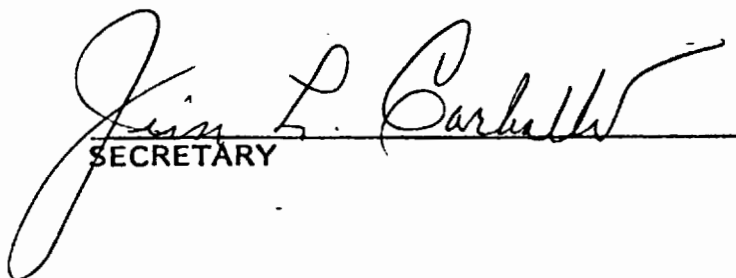
1. John H. Webb, Jr.
2. William K. Anderson
3. O. H. Simmons

are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this association to be named MISSISSIPPI GOVERNOR'S COMMITTEE ON EMPLOYMENT OF THE HANDICAPPED; that they are fully empowered to do so and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the association as may be necessary so to do.

CERTIFICATE

I, Jim L. Carbello, do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is a true and correct copy of a Resolution duly adopted at a meeting thereof held on the 13th day of May, 1976, at Jackson, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

WITNESS MY SIGNATURE, this the 13th day of May, 1976.

  
SECRETARY



Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

### MISSISSIPPI GOVERNOR'S COMMITTEE ON EMPLOYMENT OF THE HANDICAPPED

1. The corporation title of said company is:

Mississippi Governor's Committee on Employment of the Handicapped, Inc.

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
John H. Webb, Jr.	120 Colonial Circle	Jackson, MS	39211
William K. Anderson	6152 Waverly Drive	Jackson, MS	39206
O. H. Simmons	1509 Wilhurst St.	Jackson, MS	39211

**All incorporators are adult resident citizens of the State of Mississippi.**

3. The domicile is at 1301 Walter Sillers Building, 550 High Street, Jackson, MS  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

The Mississippi Governor's Committee on Employment of the Handicapped is a non-profit corporation and no shares of stock shall be issued thereon. This organization shall be charitable, educational and of a civic improvement nature.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

Develop programs to educate all Mississippians on the advantages of including handicapped individuals in all activities of community living, by providing a statewide program of services promoting employment of the handicapped.

Insure that handicapped persons are included and provided equal opportunity for, use of, and accessibility to:

- Public Buildings
- Transportation Systems
- Parks and Recreational Activities
- Employment

Conduct surveys of facilities and public buildings prior to affixing the seal of accessibility for the handicapped.

Encourage and assist local employers and unions in adopting personnel policies and labor-management agreements favorable to the training and employment of handicapped persons.

Promote the cooperation of personnel directors, employment managers, plant physicians, and industrial nurses in setting up suitable employment practices -- the kind that will translate policy into action at the hiring level and provide for the recruitment, evaluation, induction and supervision of handicapped applicants for employment.

Foster acceptance of the handicapped by foremen, supervisors and employees as equal labor units of production.

Clear up public and employer misinformation about the feasibility of rehabilitating and employing handicapped persons, especially the affect their employment will have on teh cost of industrial insurance, production and quality, absenteeism, labor turnover, the rate of on-and-off-the-job accidents and other normal avenues of personnel and operating costs.

Keep the public constantly informed of the work of the community committee and in a manner that will draw the respect of employers and justify their support of the committee's activities.

Promote and assist in the coordination of local public and private facilities and services for the handicapped to provide for rapid and direct inter-agency referral based on their actual rehabilitation and employment needs.

Give leadership to the expansion of facilities and the improvement of rehabilitation and placement services necessary to accommodate the needs of the handicapped.

Establish working relationships between the Governor's Committee and all public and private agencies involved with the handicapped.

Cooperate with employers in making surveys of their businesses or factories to determine jobs which can be done by handicapped individuals.

Serve as the agency to implement all recommendations of the Governors-Mississippi White House Conference on Handicapped individuals and to enforce all Mississippi laws applicable to the state's handicapped citizens.

Supervise, direct and support the development of regional and local Governor's Committees on Employment of the Handicapped.

Conduct affirmative action services to explain responsibilities of employers in complying with this program.

Coordinate the programs of the Mississippi Governor's Committee on Employment of the Handicapped with Vocational Rehabilitation, Vocational Rehabilitation Division for the Blind, Employment Services, Civil Service Commission, Veterans Administration, Department of Public Health, and others.

Any and all other rights and duties as will be necessary to carry out the purposes and goals of this organization.

The purpose of the Mississippi Governor's Committee on Employment of the Handicapped is to develop a continuing program that incorporates all related activities that lead to equal employment opportunities for Mississippi's handicapped citizens, as well as enabling individuals with handicaps to live their lives independently, with dignity and with full participation in community life to the greatest degree possible.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2. of the charter and in the acknowledgment.

Signatures:

*John H. Webb, Jr.*  
*William T. Anderson*  
*A. Summer*

Incorporators

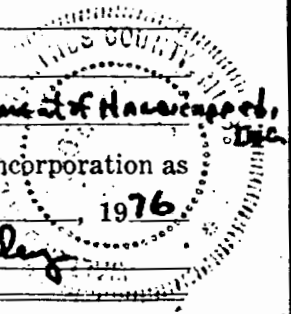
ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority John H. Webb, Jr.

incorporators of the corporation known as the Miss Governor's Committee on Employment of Handicapped  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deeds on this the 14<sup>th</sup> day of MAY, 1976  
My Commission Expires April 16, 1979 Walter Don Bankley  
Johnny

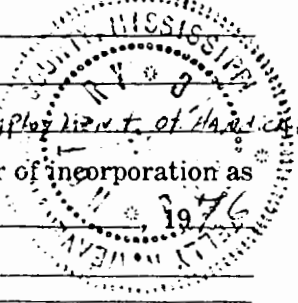


STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority William H. Anderson

incorporators of the corporation known as the Miss. Governor's Committee on Employment of Handicapped  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the 17<sup>th</sup> day of May, 1976  
My Commission Expires Sept. 12, 1979 Geely R Weaver



Received at the office of the Secretary of State this the 23<sup>rd</sup> day of June  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

Hubert Palmer  
Secretary of State

Jackson, Miss., JUNE 23, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

A.F. Summer Attorney General  
By George M. Swindell Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

FEE SCHEDULE

Section 3969, Mississippi Code of 1942, As Amended

For recording charter of a corporation for literary, religious, benevolent, fraternal, or scientific purposes, and not for pecuniary profits,, directly or indirectly ..... 20.00

For filing appointment of resident agent ..... 5.00

NOTICE

Non-Profit Corporations must report the organization within 60 days of the organization and the organization must take place and business begun within 2 years from the date of the grant. A resident agent must be appointed if no office is maintained in the county of the domicile in charge of an officer or officers. The charter must be recorded in the office of the Chancery Clerk of the county of the domicile, principal office or its place of business.

STATE OF MISSISSIPPI

County of Linds

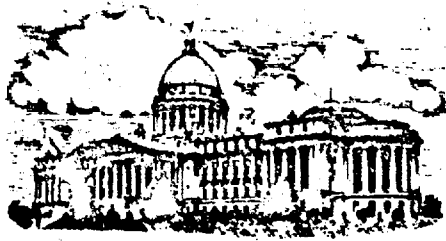
This day personally appeared before me, the undersigned authority O. H. Simmons Incorporators of the corporation known as the Mississippi Governor's Committee on Employment of the Handicapped, Inc. who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deed on this the 17th day of May A.D., 1976.

Jane D. Bogan  
My Commission Expires December 18, 1979



# State of Mississippi

EXECUTIVE



OFFICE

Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of*

FAIRHAVEN WATER ASSOCIATION, INC.

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 25th day of June, 1976.*

Attest:

*Heber Ladner*  
Secretary of State.

*Conly Gandy*  
LIEUTENANT AND ACTING Governor.

RESOLUTION AUTHORIZING AMENDMENT TO ARTICLES OF  
INCORPORATION OF FAIRHAVEN WATER ASSOCIATION

WHEREAS, Fairhaven Water Association desires to amend its charter of incorporation to provide for ownership and operation of a rural sewage treatment system.

NOW THEREFORE, be it resolved by Fairhaven Water Association that Sections 4 and 6 of the Articles of Incorporation be amended as follows:

SECTION 4: This corporation is a non-profit corporation and no shares of stock shall be issued.

SECTION 6: The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

- A. To own and operate a rural water system, and a sewage disposal service.
- B. To associate its members together for their mutual benefit and to further the rehabilitation of said members and to that end to construct, maintain and operate a private water system for the supplying of water for domestic livestock and garden purposes to its members and for the sale of any surplus water remaining after the needs of its members have been satisfied and to engage in any activity related thereto, including but not limited to the acquisition of water by appropriation, drilling, pumping and/or purchase and the purchase, laying, installation, operation, maintenance and repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and

operation of the water system; and to construct, maintain, acquire and operate a private system for the collection, transmission, treatment or disposal of sewage or otherwise operating a sewage disposal system.

C. To borrow from any source money, goods or services without limitation as to amount of corporate indebtedness or liability and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

D. To acquire and to hold, own and exercise all rights of ownership in, and to sell, transfer and pledge shares of capital stock or bonds or become a member or a stockholder of any corporation or association engaged in any related activities.

E. To buy, lease, hold and exercise all privileges of membership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereto.

F. To establish, reserves and to invest the funds thereof in stocks, bonds or other property as the board of trustees may deem satisfactory.

G. To levy assessments in such manner and in such amounts as may be provided in the by-laws of this corporation.

H. To have and exercise all powers, privileges and rights conferred upon non-profit corporations by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this corporation is formed except such as are inconsistent with the express provisions of the act under which this non-profit corporation is incorporated.

That the officers are authorized to apply to the Secretary of the State of Mississippi for this Amendment to the Articles of Incorporation.

Adopted this the 4th day of June, 1975.

CERTIFICATE OF SECRETARY

I, E. R. Nichols, Secretary of Fairhaven

Water Association, Inc., in DeSoto County, Mississippi do certify that the above and foregoing is a true and correct copy of the Resolution adopted by the corporation the date therein specified as it appears in the minutes of the association.

Certified this the 4<sup>th</sup> day of June, 1976.

E. R. Nichols  
SECRETARY



ARTICLES OF AMENDMENT  
TO  
THE ARTICLES OF INCORPORATION  
OF  
FAIRHAVEN WATER ASSOCIATION, INC.

BOOK 228 PAGE 441

Pursuant to the provisions of Section 150 of Chapter 235 of the Laws of Mississippi of 1962 (being Section 5323 Mississippi Code of 1942, recompiled,) the undersigned non-profit corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The name of this corporation is Fairhaven Water Association, Inc.

SECOND: The following Amendment to Sections 4 and 6 of the Articles of Incorporation was adopted by the members of the Association on June 4, 1976, in the manner prescribed by law:

SECTION 4: This corporation is a non-profit corporation and no shares of stock shall be issued.

SECTION 6: The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

- A. To own and operate a rural water system, and a sewage disposal service.
- B. To associate its members together for their mutual benefit and to further the rehabilitation of said members and to that end to construct, maintain and operate a private water system for the supplying of water for domestic livestock and garden purposes to its members and for the sale of any surplus water remaining after the needs of its members have been satisfied and to engage in any activity related thereto, including but not limited to the acquisition of water by appropriation, drilling, pumping and/or purchase and the purchase, laying, installation, operation, maintenance and

repair of wells, pumping equipment, water mains, pipe lines, valves, meters and all other equipment necessary to the construction, maintenance and operation of the water system; and to construct, maintain, acquire and operate a private system for the collection, transmission, treatment or disposal of sewage or otherwise operating a sewage disposal system.

C. To borrow from any source money, goods or services without limitation as to amount of corporate indebtedness or liability and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

D. To acquire and to hold on and exercise all rights of ownership in and to sell, transfer and pledge shares of capital stock or bonds or become a member or a stockholder of any corporation or association engaged in any related activities.

E. To buy, lease, hold and exercise all privileges of membership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereto.

F. To establish, reserves and to invest the funds thereof in stocks, bonds or other property as the board of trustees may deem satisfactory.

G. To levy assessments in such manner and in such amounts as may be provided in the by-laws of this corporation.

H. To have and exercise all powers, privileges and rights conferred upon non-profit corporations by the Laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this corporation is formed except such as are inconsistent with the express provisions of the act under which this non-profit corporation is incorporated.

Dated this the 4<sup>th</sup> day of June, 1976.

FAIRHAVEN WATER ASSOCIATION, INC.

BY Joe C. Nichols  
PRESIDENT

ATTEST:

E. R. Nichols  
SECRETARY

STATE OF MISSISSIPPI

COUNTY OF DESOTO

This day personally appeared before me the undersigned authority in and for said County and State, the within named. Joe C. Nichols and E. R. Nichols, who severally acknowledged that they are the President and Secretary, respectively of the above named corporation, and that for and on behalf of said corporation, and as its act and deed he signed and delivered the above and foregoing instrument on the day and date therein mentioned, they having been first duly authorized so to do.

GIVEN under my hand and official seal of office this the 4th day of June, 1976.

Deborah B. Ambro  
NOTARY PUBLIC

My commission expires:

My Commission Expires 7-1-77



Received at the office of the Secretary of State, this the 22<sup>nd</sup> day of June

A. D., 1976, together with the sum of \$10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert Baker  
SECRETARY OF STATE.

Jackson, Miss.,

JUNE 23, 1976

I have examined this amendment of the Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. F. Summers  
ATTORNEY GENERAL

By George M. Swindell  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of* YAZOO AND MISSISSIPPI VALLEY RAILROAD  
HISTORICAL SOCIETY, INC. (CHANGING THE NAME TO)

YAZOO & MISSISSIPPI VALLEY CHAPTER OF THE  
NATIONAL RAILWAY HISTORICAL SOCIETY, INC.

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 25th day of June, 1976.*

Attest:

*Heber Ladner*  
Secretary of State.

*Carlynn Brady*  
LIEUTENANT AND ACTING Governor.

RESOLUTION OF THE YAZOO AND MISSISSIPPI VALLEY RAILROAD HISTORICAL SOCIETY, INC.

Be it resolved by the members of the Yazoo and Mississippi Valley Railroad Historical Society, Inc., an incorporated association of individuals, that it is necessary to amend our incorporation papers to change the name of our organization to read as follows; Yazoo and Mississippi Valley Chapter of the National Railway Historical Society, Inc.

CERTIFICATE

I, Eugenia G. Nussbaum, do hereby certify that I am the duly elected, and qualified Secretary of the above name incorporated association of individuals, and that the foregoing is true and correct copy of a Resolution duly adopted at a meeting thereof held on the 20th day of May, 1976, at the Extension Conference Room, Warren County Courthouse, at which a majority of members were present, and said meeting was duly and properly called and held.

Witness my signature, this 14th day of June 1976

Secretary: Eugenia G. Nussbaum  
Eugenia G. Nussbaum

YAZOO & MISSISSIPPI VALLEY RAILROAD HISTORICAL SOCIETY, INC.

Pursuant to the provisions of Section 79-11-9, Mississippi Code of 1972, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The corporation is amended to change the name of the corporation from the YAZOO & MISSISSIPPI VALLEY RAILROAD HISTORICAL SOCIETY, INC., to the YAZOO & MISSISSIPPI VALLEY CHAPTER OF THE NATIONAL RAILWAY HISTORICAL SOCIETY, INC.

SECOND: The following amendment to the Articles of Incorporation was adopted by the members of the corporation on the 20th day of May, 1976, at a regular meeting of the members of the corporation at Vicksburg, Warren County, Mississippi:

DATED: This the 25th day of May, 1976.

SIGNED: YAZOO & MISSISSIPPI VALLEY  
CHAPTER OF THE NATIONAL  
RAILWAY HISTORICAL SOCIETY, INC.

BY: M. C. Nussbaum  
President

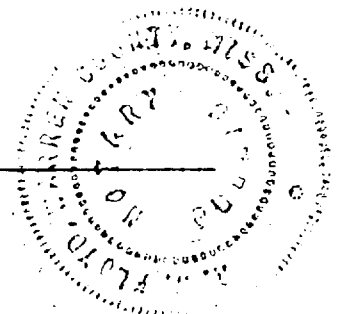
ACKNOWLEDGEMENT

STATE OF MISSISSIPPI

COUNTY OF WARREN

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, MATTHEW C. NUSSBAUM, President of the YAZOO & MISSISSIPPI VALLEY CHAPTER OF THE NATIONAL RAILWAY HISTORICAL SOCIETY, INC., who acknowledges that he signed and executed the above and foregoing Articles of Amendment to the Articles of Incorporation of the YAZOO & MISSISSIPPI VALLEY CHAPTER OF THE NATIONAL RAILWAY HISTORICAL SOCIETY, INC., on this the 25 day of May, 1976.

[Signature]  
Notary Public



My commission expires:

My Commission Expires October 20, 1979

Received at the office of the Secretary of State, this the 15<sup>th</sup> day of June

A. D., 19 76, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*John Palmer*

SECRETARY OF STATE.

Jackson, Miss..

JUNE 23, 1976

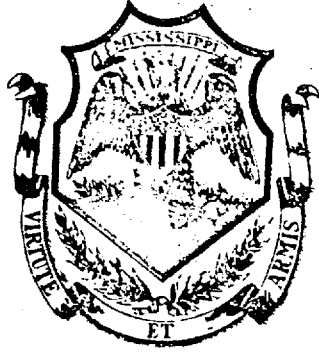
I have examined this amendment of the Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

*A. F. Summer*  
ATTORNEY GENERAL.

By *George M. Swindell*  
Assistant Attorney General.



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CHRISTIAN MEDITATION ASSOCIATION, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this the 25th day of June A. D., 1976.



*Emily Sandy*

LIEUTENANT AND ACTING Governor

By the Governor

*Heber Ladner*

Secretary of State

RESOLUTION

RESOLUTION OF CHRISTIAN MEDITATION ASSOCIATION, AN UNINCORPORATED ASSOCIATION, TO INCORPORATE, DESIGNATING THE INCORPORATORS, THE NAME OF THE PROPOSED CORPORATION AND AUTHORIZING THE EXPENDITURE OF THE FUNDS OF THE CHRISTIAN MEDITATION ASSOCIATION NECESSARY SO TO DO.

BE IT RESOLVED by the members of the Christian Meditation Association, an unincorporated association of individuals, that it is to the best interest of this Association that it be forthwith incorporated as a non-profit corporation under the laws of the State of Mississippi applicable thereto, and that the following adult resident citizens of the State of Mississippi:

David A. Ray, 1100 W. Capitol St., Jackson, MS 39203  
J. T. Simmons, 5405 Kaywood Dr., Jackson, MS 39211  
Patsy I. Ray, 2021 Scanlon Dr., Jackson, MS 39204  
Allan G. Edgar, 5460 Saratoga Dr., Jackson, MS 39211  
William G. Cook, Jr., South Dr., Box 10927, Jackson, MS 39209  
Sidney M. White, 6 Rob Lane, Jackson, MS 39212

are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this Christian Meditation Association to be named Christian Meditation Association, Inc.; that they are fully empowered to do and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the Christian Meditation Association as may be necessary so to do.

C E R T I F I C A T E

I, Patsy I. Ray, do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is a true and correct copy of a Resolution duly and properly adopted at a meeting thereof held on the 5th day of June, 1976, at Jackson, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

WITNESS MY SIGNATURE this the 21st day of June, 1976.

  
\_\_\_\_\_  
PATSY I. RAY, Secretary

THE CHARTER OF INCORPORATION  
OF  
CHRISTIAN MEDITATION ASSOCIATION, INC.

-----

ARTICLE I

The corporation title of this association is Christian Meditation Association, Inc.

ARTICLE II

The names and post office addresses of the incorporators (who are adult resident citizens of the State of Mississippi) are:

<u>NAME</u>	<u>ADDRESS</u>
David A. Ray	1100 West Capitol Street Jackson, Mississippi 39203
J. T. Simmons	5405 Kaywood Drive Jackson, Mississippi 39211
Patsy I. Ray	2021 Scanlon Drive Jackson, Mississippi 39204
Allan G. Edgar	5460 Saratoga Drive Jackson, Mississippi 39211
William G. Cook, Jr.	South Drive, Box 10927 Jackson, Mississippi 39209
Sidney M. White	6 Rob Lane Jackson, Mississippi 39212

ARTICLE III

The domicile of the corporation is 243 East Capitol Street, Jackson, Mississippi 39201.

ARTICLE IV

This corporation shall be a non-profit and non-share charitable corporation for the benefit of Christian community and will have no authorized stock issued, and, therefore, there will be no classes or types thereof; and it is a charitable corporation as provided for in Section 79-11-1, Mississippi

Code of 1972, Annotated.

ARTICLE V

The period of existence of this association shall be and hereby is declared as perpetual.

ARTICLE VI

The purposes for which the corporation is created are: to promote the practice of Christian Meditation; to promote Christian Meditation seminars using techniques of "The Art of Christian Meditation"; to publish and distribute Christian Meditation Today; to assist worthy, charitable projects of the Presbyterian Church in the United States, the Association for Inspirational Living and other related endeavors.

The foregoing enumerated purposes shall not be held to limit or restrict in any manner the general powers conferred on this non-profit non-share corporation by the laws of the State of Mississippi, all of which are expressly claimed.

ARTICLE VII

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which are themselves exempt as organizations described in Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State or Local government for exclusive public purpose.

ARTICLE VIII

This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in

the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

SIGNATURES:

David A. Ray  
DAVID A. RAY

J. T. Simmons  
J. T. SIMMONS

Patsy I. Ray  
PATSY I. RAY

Allan G. Edgar  
ALLAN G. EDGAR

William G. Cook, Jr.  
WILLIAM G. COOK, JR.

Sidney M. White  
SIDNEY M. WHITE

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY appeared before me, the undersigned authority in and for the jurisdiction aforesaid, DAVID A. RAY, J. T. SIMMONS, PATSY I. RAY, ALLAN G. EDGAR, WILLIAM G. COOK, and JR., SIDNEY M. WHITE, incorporators of the corporation known as Christian Meditation Association, Inc., who acknowledged that they signed and delivered the above and foregoing CHARTER OF INCORPORATION as their act and deed on this the 21<sup>st</sup> day of June, 1976.

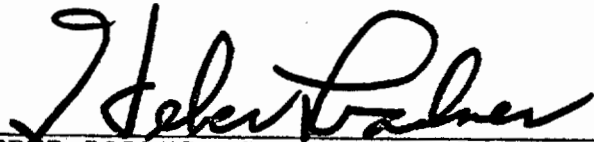
Man Don Mills  
NOTARY PUBLIC

MY COMMISSION EXPIRES:

10/12/78



RECEIVED at the office of the Secretary of State  
this the 21 day of June, 1976, together with the  
sum of \$ 20.00 deposited to cover the recording fee,  
and referred to the Attorney General for his opinion.



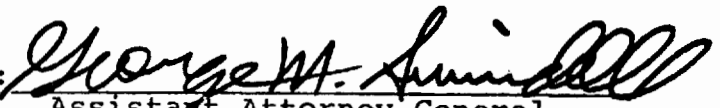
HEBER LADNER, Secretary of State

Jackson, Mississippi

JUNE 23, 1976

I have examined this application for a Charter of  
Incorporation and am of the opinion that it is not violative  
of the Constitution and laws of the State of Mississippi, or  
of the United States of America.

  
A. F. SUMMER, Attorney General

BY:   
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

LAMPTON STREET CHURCH OF CHRIST, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 25th day of June A. D., 1976.



*Emory Gandy*  
LIEUTENANT AND ACTING Governor

By the Governor

*Heber Ladner*  
Secretary of State

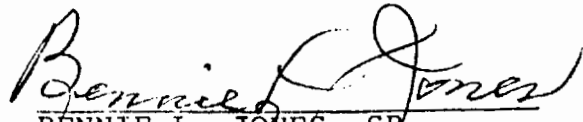
RESOLUTION OF LAMPTON STREET CHURCH OF CHRIST, INC. AN UNINCORPORATED ASSOCIATION, TO INCORPORATE, DESIGNATING THE INCORPORATORS, THE NAME OF THE PROPOSED CORPORATION AND AUTHORIZING THE EXPENDITURE OF THE FUNDS OF THE ASSOCIATION NECESSARY TO DO SO.

BE IT RESOLVED by the members of the LAMPTON STREET CHURCH OF CHRIST, INC. an unincorporated association of individuals, that it is to the best interests of this association that it be forthwith incorporated as a nonprofit corporation under the laws of the State of Mississippi applicable thereto and that BENNIE L. JONES, SR. FREDDIE WINTERS and HARVEY M. JACKSON are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this association to be named LAMPTON STREET CHURCH OF CHRIST, INC.; that they are fully empowered to do and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the association as may be necessary so to do.

C E R T I F I C A T E

I, BENNIE L. JONES, SR., do hereby certify that I am the duly elected, qualified and acting secretary of the above named unincorporated association of individuals, and that the foregoing is a true and correct copy of a resolution duly and properly adopted at a meeting thereof held on the 16th day of May, 1976, at the Church, Lampton Street, Mound Bayou, Mississippi at 3:00 p.m., at which a majority of the members were present and said meeting was duly and properly called and held.

WITNESS my signature, this the 9<sup>th</sup> day of June, 1976.

  
BENNIE L. JONES, SR.



Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

1. The corporate title of said company is: **LAMPTON STREET CHURCH OF CHRIST, INC.**

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
BENNIE L. JONES, SR.	Route 1 Box 5,	Merigold, Mississippi	38759
FREDDIE WINTERS	901 S. Church St.	Cleveland, Mississippi	38732
HARVEY M. JACKSON	P. O. Box 358	Mound Bayou, Mississippi	38762

All of the above incorporators are adult resident citizens of Bolivar County, State of Mississippi.

3. The domicile is at P. O. Box 358 Mound Bayou, Mississippi 38762  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

The organization is Non-Profit and no shares of stock shall be issued. The corporation shall exist as a Church of Christ with the following officers:

Pastor, Deacons, Trustees, Clerk, Treasurer, and such other officers as it may find necessary to the fartherance of its purpose.

5. The control of the corporation shall remain with the individual members and their will expressed by a majority vote at any regular or called business meeting shall be deemed mandatory by all officers and members.  
 6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purpose of this corporation shall be for the promotion of Christian missions such as Christian education, benevolent enterprises, social services, and worship services. In addition, it is the purpose of this corporation to establish and further the Kingdom of God in all parts of the world.

The corporation shall have the power and the right to own such real estate as may be necessary to provide adequate meeting places in which to promote its purpose; to elect the trustees thereof, to provide control over said trustees in all matters of legal necessities such as buying, selling, building, maintenance, and borrowing of money.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

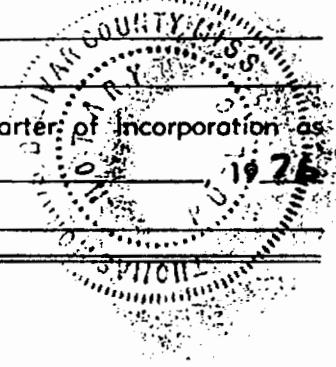
Signatures: X  
X Freddie Winters  
X Harvey M. Jackson  
X Bennie L. Jones  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of BOLIVAR

This day personally appeared before me, the undersigned authority Harvey M. Jackson  
BENNIE L. JONES, SR., FREDDIE WINTERS, HARVEY M. JACKSON

incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the 9th day of June  
My Commission Expires May 30, 1977  
Adrian M. Morn  
NOTARY Public



STATE OF MISSISSIPPI  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 11 day of June  
A.D., 1976 together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the  
Attorney General for his opinion.

Heber Baker  
Secretary of State

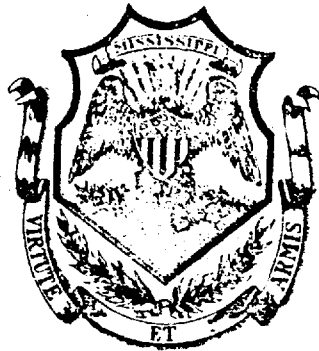
Jackson, Miss., JUNE 23, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tive of the Constitution and laws of the State, or of the United States

A.F. Summer  
Attorney General  
By George M. Swindell  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will  
be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

EAST HOWARD BAPTIST CHURCH

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 25th day of June A. D., 1976.



*Lucy Gandy*

LIEUTENANT AND ACTING Governor

By the Governor

*Heber Ladner*  
Secretary of State

RESOLUTION OF EAST HOWARD BAPTIST CHURCH, An Unincorporated Association, To Incorporate, Designating the incorporators, The name of the proposed corporation and authorizing the expenditure of the funds of the association necessary to do so.

Be it resolved by the members of EAST HOWARD BAPTIST CHURCH, an unincorporated association of individuals, that it is the best interests of this association that it be forthwith incorporated as a nonprofit corporation under the law of the State of Mississippi applicable thereto and that Richard L. Frees, M. J. Hegwood, and Dennis Tharpe are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this association to be named EAST HOWARD BAPTIST CHURCH; that they are fully empowered to do so and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the association as may be necessary so to do.

CERTIFICATE

I, Lillian Ackridge, do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is true and correct copy of a Resolution duly adopted at a meeting thereof held on the fifth day of May, 1976, at EAST HOWARD BAPTIST CHURCH at which a majority of the members were present, and said meeting was duly and properly called and held.

Witness my signature, this the 13 th day of June, 1976.

  
LILLIAN ACKRIDGE, Secretary

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

# THE CHARTER OF INCORPORATION OF

EAST HOWARD BAPTIST CHURCH, Biloxi, Mississippi

1. The corporation title of said company is:

EAST HOWARD BAPTIST CHURCH

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Richard L. Frees	1500 E. Howard Avenue,	Biloxi,	Mississippi
M. J. Hegwood	1031 E. Howard Avenue,	Biloxi,	Mississippi
Dennis Tharpe	794 Lee Street,	Biloxi,	Mississippi

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at 1500 East Howard Avenue, Biloxi, Mississippi, 39530  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

This corporation is non-profit and no shares of stock shall be issued. This corporation shall be for religious purposes.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To establish, own, and operate a church, and to carry on the work thereof, including the right, without in any way limiting the generalization hereinabove set forth, to acquire and hold property necessary thereto, so far as permitted by law.

The members of the Corporation shall consist of all adult persons who as confess Jesus Christ to be their Saviour and Lord, and who, after due examinations by the Church as to their Christian experience, and, if coming from another Church, as to their letters of dismissal and recommendations or satisfactory substitutes therefor, having been accepted by vote of the Church, and having been baptized, enter into its Covenant.

The government of this Church is vested in the body of believers who compose it. It is subject to the control of no other ecclesiastical body, but it recognizes and sustains the obligations of mutual counsel and cooperation which are common among Baptist Churches.

To teach, preach and study the gospel of Christ, and to do each and everything requisite necessary to be a Baptist Church; to promote the advancement and glory of Christ's Kingdom and to carry on the work thereof.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: Dennis Tharpe  
Richard L. Frees  
M. J. Hegwood  
  
  
Incorporators

ACKNOWLEDGMENT

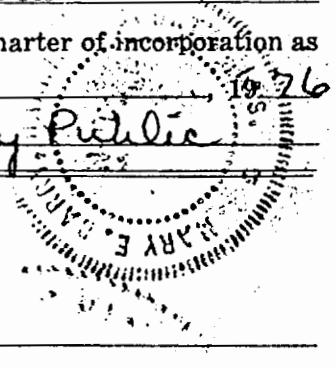
STATE OF MISSISSIPPI }  
County of HARRISON

This day personally appeared before me, the undersigned authority Richard L. Frees,  
M. J. Hegwood and Dennis Tharpe,

incorporators of the corporation known as the East Howard Baptist Church  
who acknowledged that ~~(he)~~ (they) signed and delivered the above and foregoing charter of incorporation as  
~~(his)~~ (their) act and deeds on this the 9th day of June, 1976

My Commission Expires March 18, 1980

Mary E. Barry, Notary Public



STATE OF MISSISSIPPI }  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_,  
\_\_\_\_\_, \_\_\_\_\_,  
\_\_\_\_\_, \_\_\_\_\_,

incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 16 day of June  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

Heber Ladner  
Secretary of State

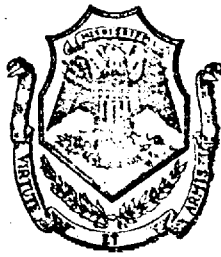
Jackson, Miss., JUNE 23, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tive of the Constitution and laws of the State, or of the United States

A. F. Sumner Attorney General  
By George M. Swinford Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will  
be sufficient.

# State of Mississippi



Office of Secretary of State  
Jackson

*I, Heber Ladner, Secretary of State, do certify that the amendment hereto attached, amending the Charter of Incorporation of*

THE CITY OF GRENADA, MISSISSIPPI

*was pursuant to the provisions of the laws of Mississippi recorded in the Records of Incorporations in this office, in PHOTOSTAT BOOK, NUMBER TWO HUNDRED TWENTY SIX, PAGES 463 - 470.*

*Given under my hand and Seal  
of office hereunto affixed, this  
28th day of June, 1976.*



*Heber Ladner*

SECRETARY OF STATE

## IN THE CHANCERY COURT OF GRENADA COUNTY, MISSISSIPPI

IN RE: PETITION OF THE	)	(	MAY TERM - 1976
CITY OF GRENADA, MISSISSIPPI,	)	(	
FOR RATIFICATION, APPROVAL,	)	(	
AND CONFIRMATION OF THE	)	(	
ENLARGEMENT OF THE CORP-	)	(	
ORATE LIMITS OF SAID CITY	)	(	NUMBER 13,212

DECREE

*This day this Cause came on for hearing on the Petition of the City of Grenada, Mississippi, for ratification, approval and confirmation of the enlargement of the corporate limits of said City, same being the date, time and place heretofore set by proper order of this Court, for hearing said Cause.*

*The Court having jurisdiction of the subject matter and having considered same, doth find as follows:*

*That all notice of this hearing, as required by law, has been given.*

*That by proper ordinance enacted at a called meeting of the Board of Mayor and Councilmen of the City of Grenada, Mississippi, on January 20, 1976, recorded in Ordinance Book 1946, at pages 341-346, inclusive, the boundaries of the City were declared enlarged as therein specifically set forth; that said ordinance was duly recorded in Minute Book 1973, at pages 510-515, inclusive, of the Minutes of the City, and was duly published as required by law; that said ordinance also set forth the proposed improvements to be made in the future within said annexed territory, and also included a statement of the municipal services which the Municipality proposes to render in such annexed territory; that there was also annexed to said Petition a map prepared by the City Engineer of said City, of the Municipal boundaries as they will exist, in the event such enlargement becomes effective; that none of the territory proposed to be incorporated and added unto said City is located within three (3) miles of any other existing municipality; that all requirements of Section 21-1-27, et seq, of the Mississippi Code of 1972, have been complied*

*May 3 1976*

*Lera Harris*

*Z*

*479*



with by the Petitioner, the City of Grenada, Mississippi, in this connection.

The Court having considered said matter and the necessity and reasonableness of said enlargement of said boundaries and having considered the interest of the Municipality, its citizenry and of the people to be incorporated into the City by said ordinance, is of the opinion and doth so hereby adjudicate that the proposed enlargement of said boundaries as set forth in said ordinance, and as same is modified by agreement between the City and certain objectors, as hereinafter described, is reasonable and is required by the public convenience and necessity and that reasonable public and municipal services will be rendered in the annexed territory after said territory is annexed to said City.

It is therefore ordered, adjudged, and decreed that the proposed enlargement of the municipal boundaries of the City of Grenada, Mississippi, set forth in said ordinance aforesaid, as hereinafter modified, be and the same is hereby approved, ratified and confirmed.

It is therefore ordered, adjudged, and decreed that the municipal boundaries of the City of Grenada, Mississippi, be and the same are hereby enlarged by adding thereto and including therein the following adjacent unincorporated territory, in Grenada County, Mississippi, to-wit:

Part of Sections 5, 6, 7, 8, 18, and 19, Township 22 North, Range 5 East, and part of Sections 1, 12, and 13, Township 22 North, Range 4 East, Grenada County, Mississippi, beginning at the center of the Southwest One Quarter of Section 19, Township 22 North, Range 5 East, Grenada County, Mississippi, thence run West a distance of 1920 feet, more or less, to the intersection with the West boundary of the Mississippi Power and Light Company's power easement; thence run Northwardly along the West boundary of said easement for a distance of 4700 feet, more or less, to the intersection with the West side of Wooded Lane; thence continue Northwardly along the West side of Wooded Lane for a distance of 2750 feet, more or less, to the intersection with the present Southerly right-of-way line of Mississippi Highway No. 7; thence run in a Northwesterly direction along and with said Southerly right-of-way line for a distance of 2800 feet, more or less, to the intersection with the existing corporate limits line of the City of Grenada, Mississippi; thence run Northeastwardly for a distance of 3250 feet, more or less, along a line that is parallel to the present South right-of-way of Mississippi State Highway No. 7 a distance of 500.0 feet perpendicular at any point to said Mississippi State

Highway No. 7 right-of-way to a point; thence run South along the existing corporate limits of the City of Grenada for a distance of 36.0 feet to a point; thence run East along the existing corporate limits of the City of Grenada for a distance of 46.4 feet to a point; thence run South along the existing corporate limits of the City of Grenada for a distance of 134.0 feet to a point; thence run South 00 degrees 21 minutes West along the existing corporate limits of the City of Grenada for a distance of 324.0 feet to a point; thence run South 89 degrees 46 minutes East along the existing corporate limits of the City of Grenada for a distance of 1344.5 feet to a point; thence run South along the existing corporate limits of the City of Grenada for a distance of 3816.0 feet, more or less, to a point; thence run South 83 degrees West along the existing corporate limits of the City of Grenada for a distance of 110.0 feet to a point; thence run South along the existing corporate limits of the City of Grenada for a distance of 528.0 feet to a point; thence run South 67 degrees 00 minutes West along the existing corporate limits of the City of Grenada for a distance of 430.5 feet to a point; thence run North 73 degrees 13 minutes West along the existing corporate limits of the City of Grenada for a distance of 864.4 feet to a point; thence run North along the existing corporate limits of the City of Grenada a distance of 704.9 feet to a point; thence run West along the existing corporate limits of the City of Grenada for a distance of 1207.3 feet to a point; thence run South 14 degrees 00 minutes West along the existing corporate limits of the City of Grenada for a distance of 385.8 feet to a point; thence run South 06 degrees 25 minutes East along the existing corporate limits of the City of Grenada for a distance of 445.7 feet to a point; thence run South 18 degrees 10 minutes East along the existing corporate limits of the City of Grenada for a distance of 449.8 feet to a point; thence run South 14 degrees 18 minutes East along the existing corporate limits of the City of Grenada for a distance of 518.9 feet to a point; thence run South 55 degrees 38 minutes East along the existing corporate limits of the City of Grenada for a distance of 545.4 feet to a point; thence run South 01 degree 44 minutes West along the existing corporate limits of the City of Grenada for a distance of 228.0 feet to a point; thence run South 58 degrees 43 minutes West along the existing corporate limits of the City of Grenada for a distance of 133.6 feet to a point; thence run South 12 degrees 14 minutes East along the existing corporate limits of the City of Grenada for a distance of 413.5 feet to a point; thence run South 31 degrees 54 minutes East along the existing corporate limits of the City of Grenada for a distance of 460.2 feet, more or less, to a point; thence run South along the existing corporate limits of the City of Grenada for a distance of 670.0 feet, more or less, to a point; thence run East along the existing corporate limits of the City of Grenada for a distance of 341.1 feet to a point; thence run South along the existing corporate limits of the City of Grenada for a distance of 2828 feet to the center of the Southwest One Quarter (SW $\frac{1}{4}$ ) of Section 19; Township 22 North, Range 5 East, Grenada County, Mississippi, which is the point of beginning of the area herein described;

Also a part of Sections 1 and 12, Township 22 North, Range 4 East, and Sections 6 and 7, Township 22 North, Range 5 East, Grenada County, Mississippi, more particularly described as follows: Beginning at the Southwest Corner of the Northwest Quarter (NW $\frac{1}{4}$ ) of the Northwest Quarter (NW $\frac{1}{4}$ ) of Section 12, Township 22 North, Range 4 East, Grenada County, Mississippi; thence run East for a distance of 1320 feet, more or less, to the Northeast Corner of the Southwest Quarter of the Northwest Quarter of said Section 12; thence run South for a distance of 900 feet, more or less, to the

intersection with the existing corporate limits of Grenada; thence run Southeastwardly to Northeastwardly a distance of 3650 feet, more or less, to the intersection of the South boundary of Old Highway No. 7; thence run Northwestwardly along said South right-of-way for a distance of 2400 feet, more or less, to the intersection with the North line of the Southeast One Quarter of the Northwest One Quarter of Section 12; thence run West for a distance of 2000 feet, more or less, to the Northeast corner of the Southeast Quarter of the Northwest Quarter of Section 12; thence run North for a distance of 2400 feet, more or less, to the South bank of the Yalobusha River; thence run Northeastwardly to Southeastwardly along and with the meanderings of the South bank of said Yalobusha River to the Intersection with the East line of the West Half of Section 7, Township 22 North, Range 5 East; thence run South along the Half Section line for a distance of 1010 feet, more or less, to a point; thence run North 89 degrees 35 minutes West for a distance of 706.5 feet to a point; thence run North 53 degrees 54 minutes West for a distance of 440.0 feet to a point; thence run North 56 degrees 39 minutes West for a distance of 321.0 feet to a point; thence run North 49 degrees 39 minutes West for a distance of 300 feet to a point; thence run North 43 degrees 39 minutes West for a distance of 346.1 feet to a point; thence run North 82 degrees 39 minutes West for a distance of 189.0 feet to a point; thence run South 82 degrees 21 minutes West for a distance of 2148.0 feet to a point; thence run South 22 degrees 21 minutes West for a distance of 598.9 feet to a point; thence run South 31 degrees 07 minutes East for a distance of 204.3 feet to a point; thence run South 40 degrees 53 minutes East for a distance of 252.4 feet to a point; thence run South 53 degrees 52 minutes East for a distance of 388.7 feet to a point; thence run South 63 degrees 10 minutes East for a distance of 750.6 feet to a point; thence run Southwest to Northwest a distance of 5000 feet, more or less, along a line that is parallel to the present northerly right-of-way of Mississippi State Highway No. 7 a distance of 500 feet perpendicular at any point to said Mississippi State Highway No. 7 northerly right-of-way to the intersection with the West line of Section 12, Township 22 North, Range 4 East; thence run North along said West Section line for a distance of 800 feet, more or less, to the Northwest Corner of the Southwest One Quarter of the Northwest One Quarter of said Section 12, which is the point of beginning of the area herein described.

Also, a part or parcel of Sections 5, 6, 7, and 8, Township 22 North, Range 5 East, Grenada County, Mississippi, more particularly described by metes and bounds as follows:

Beginning at the corner of Sections 5, 6, 7, and 8, Township 22 North, Range 5 East, Grenada County, Mississippi; thence run North a distance of 1401.4 feet along the section line to a point; thence run West a distance of 685.35 feet to a point; thence run North a distance of 860.28 feet to a point on the Southern right-of-way of Old Highway No. 7, said point being a perpendicular distance of 75 feet off centerline of said Highway No. 7; thence run Northeasterly a distance of 1570 feet, more or less, along said right-of-way at an equal distance of 75 feet from the centerline to a 3" iron pipe at the Northwest One Quarter of Lyon, Inc. property; thence run South 60 degrees 44 minutes 00 seconds East a

distance of 1807.79 feet along said property line to a 3" iron pin at the Southwest Corner of said Lyon, Inc., property and West right-of-way of the I. C. Railroad; thence run South 00 degree 12 minutes 00 seconds East a distance of 109.95 feet along said railroad right-of-way to a point; thence run South 81 degrees 34 minutes 00 seconds East a distance of 446.05 feet to a point on a certain gravel road; thence run South 2366.93 feet to a point on the Section line between Sections 5 and 8; thence run East a distance of 1556.3 feet, more or less, along said section line to the East line of the Yalobusha River; thence run Southwesterly to Northwesterly along and with the East and South side of the Yalobusha River a distance of 8748.3 feet, more or less, to a point on the centerline of the "Old Yalobusha River"; thence run Northeasterly a distance of 658 feet, more or less, along the centerline of said river to a point; thence run North 89 degrees 32 minutes 00 seconds East a distance of 2205.05 feet to the point of beginning.

It is further ordered, adjudged, and decreed that the municipal boundaries of the City of Grenada, Mississippi, after the addition and inclusion of the above described property, will be comprised of the following described property, and hereafter will be described as follows, to-wit:

Beginning at the center of the Southwest One Quarter of Section 19, Township 22 North, Range 5 East, Grenada County, Mississippi; thence run West a distance of 1920 feet, more or less, to the intersection with the West boundary of the Mississippi Power and Light Company's power easement; thence run Northwardly along the West boundary of said easement for a distance of 4700 feet, more or less, to the intersection with the West side of Wooded Lane; thence continue Northwardly along the West side of said Wooded Lane for a distance of 2750 feet, more or less, to the southerly right-of-way line of Mississippi Highway No. 8; thence run in a Northwesterly direction along and with said southerly right-of-way line for a distance of 2800 feet, more or less, to the intersection with the existing corporate limits line of the City of Grenada, Mississippi; thence run Southwesterly to Northwesterly a distance of 4200 feet, more or less, along a line that is parallel to the present right-of-way of Mississippi State Highway No. 7 a distance of 500 feet perpendicular at any point to said Mississippi State Highway No. 7 right-of-way to the intersection with the West line of Section 12, Township 22 North, Range 4 East; thence run North along said section line for a distance of 2100 feet, more or less, to the Northwest Corner of the Southwest Quarter of the Northwest Quarter of Section 12, Township 22 North, Range 4 East; thence run East for a distance of 1320 feet, more or less, to the Northeast Corner of the Southwest Quarter of the Northwest Quarter of Section 12; thence run South for a distance of 900 feet, more or less, to the intersection with the existing corporate limits of Grenada; thence run Southeastwardly to Northeastwardly for a distance of 3650 feet, more or less, to the intersection of the South Boundary of Old Highway No. 7; thence run Northwestwardly along said South right-of-way for a distance of 2400 feet, more or less, to the

intersection with the North line of the Southeast One Quarter of the Northwest One Quarter of Section 12; thence run West for a distance of 2000 feet, more or less, to the Northeast corner of the Southeast Quarter of the Northwest Quarter of Section 12; thence run North for a distance of 2400 feet, more or less, to the South bank of the Yalobusha River; thence Northeastwardly to Southeastwardly along and with the meanderings of the South bank of said Yalobusha River to the intersection with the centerline of the "Old Yalobusha River"; thence run Northeastwardly a distance of 658 feet, more or less, along the centerline of said river to a point; thence run North 89 degrees 32 minutes East a distance of 2205.05 feet to a point, said point being the Corner of Sections 5, 6, 7, and 8, Township 22 North, Range 5 East, Grenada County, Mississippi; thence run North a distance of 1401.4 feet along the Section line to a point; thence run West a distance of 695.35 feet to a point; thence run North a distance of 860.28 feet to a point on the southern right-of-way of Old Highway No. 7, said point being a perpendicular distance of 75 feet off centerline of said Highway 7; thence run Northeastwardly a distance of 1570 feet, more or less, along said right-of-way an equal distance of 75 feet from the centerline to a 3" iron pipe at the Northwest Corner of Lyon, Inc., property; thence run South 68 degrees 44 minutes East a distance of 1807.79 feet along said property line to a 3" iron pin at the Southwest Corner of said Lyon, Inc., property and the West right-of-way of the ICG Railroad; thence run South 00 degrees 12 minutes East a distance of 109.95 feet along said railroad right-of-way to a point; thence run South 81 degrees 34 minutes East a distance of 446.05 feet to a point on a certain gravel road; thence run South 2366.93 feet to a point on the Section line between Sections 5 and 8; thence run East a distance of 1556.3 feet, more or less, along said section line to the East side of the Yalobusha River; thence run Southwesterly along and with the East and South bank of the Yalobusha River to the intersection of the Westerly bank of Abatupan Bogue Creek; thence run along and with said West bank of Abatupan Bogue Creek in a southerly direction until its intersection with the West bank of Brown's Creek; thence run along said West bank of Brown's Creek as follows: South 32 degrees 20 minutes West for a distance of 330 feet, more or less; thence run South 12 degrees 10 minutes East for a distance of 517.8 feet to a point; thence run South 82 degrees 25 minutes East for a distance of 79.9 feet to a point; thence run South 54 degrees East for a distance of 85.8 feet to a point; thence run South 49 degrees 49 minutes West for a distance of 198 feet to a point; thence run South 25 degrees West for a distance of 162.4 feet to a point; thence leaving the West bank of Brown's Creek, run East for a distance of 410 feet, more or less; thence run North for a distance of 210 feet, more or less, to a point; thence run East for a distance of 210 feet, more or less, to a point; thence run North 49 degrees 53 minutes East a distance of 440 feet, more or less, to a point; thence run South 40 degrees 07 minutes East for a distance of 310 feet, more or less, to a point on the South right-of-way of Mississippi Highway No. 8; thence run South 49 degrees 53 minutes West for a distance of 73 feet, more or less, along the South right-of-way of said Highway No. 8 to a point.

thence run South 40 degrees 07 minutes East for a distance of 85 feet to a point; thence run South 38 degrees 23 minutes West for a distance of 227.9 feet to the North line of the Southeast One Quarter of Section 17; thence run South for a distance of 759.0 feet, more or less, to the Southeast Corner of East End Subdivision; thence run East for a distance of 340.2 feet, more or less, to the Northeast Corner of Eastview Subdivision; thence run South for a distance of 417.4 feet to the Southeast Corner of Eastview Subdivision; thence run West for a distance of 997 feet, more or less, to a point; thence run South 13 degrees 54 minutes West for a distance of 206 feet to a point; thence run South 38 degrees 24 minutes West for a distance of 140 feet to a point; thence run South 56 degrees 45 minutes West for a distance of 202.6 feet to a point; thence run South 43 degrees 17 minutes West for a distance of 291.8 feet to a point; thence run South 15 degrees 05 minutes West for a distance of 620.1 feet to a point; thence run South 67 degrees 33 minutes West for a distance of 149 feet to a point; thence run South 87 degrees 32 minutes West for a distance of 308 feet to a point; thence run South 37 degrees 25 minutes West for a distance of 144 feet to the Southeast Corner of the West One Half of Section 17; thence run Westerly along the South line of said Section 17 for a distance of 1750 feet, more or less, to a point on the Westerly right-of-way of Illinois Central Gulf Railroad; thence run Southerly along said West right-of-way for a distance of 1983 feet, more or less, to a point; thence run South 89 degrees 40 minutes West for a distance of 50 feet, more or less, to the South line of Jones Road; thence run South 09 degrees East for a distance of 211.1 feet to a point on the West right-of-way of Old Highway No. 51 (Jackson Street Extended); thence run North 89 degrees 30 minutes West for a distance of 901.6 feet, more or less, to a point on the line between Section 19 and Section 20; thence run South for a distance of 1768.4 feet, more or less, along said Section line to a point; thence run West for a distance of 3960 feet, more or less, to the center of the Southwest One Quarter of Section 19, Township 22 North, Range 5 East, Grenada County, Mississippi, said point being the point of beginning of the lands herein described.

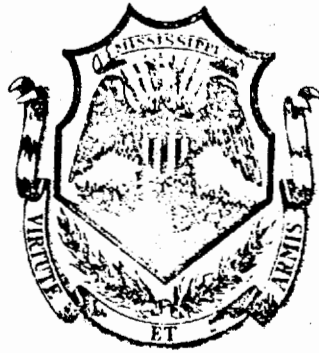
It is further ordered, adjudged, and decreed that the proposed enlargement of the municipal boundaries as hereinabove set forth and the description of the boundaries of the Municipality as altered, also as hereinabove described, are hereby approved, ratified, and confirmed.

ORDERED, ADJUDGED, and DECREED, this the 30<sup>th</sup> day of

May, 1976.

Herrin  
CHANCELLOR

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

NORTHEAST RECREATION ASSOCIATION, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 25th day of June A. D., 1976.



*Carolyn Sandy*

LIEUTENANT AND ACTING Governor

By the Governor

*Heber Ladner*  
Secretary of State

MINUTES OF MEETING OF THE MEMBERS OF  
NORTHEAST RECREATION ASSOCIATION, INC.

A meeting of the Northeast Recreation Association, Inc. was held at Meridian, Mississippi, on the 7 day of June, 1976.

The meeting was called to order by Thomas L. Goldman, acting as temporary Chairman. There were thirty-two (32) members present.

The temporary Chairman declared the first order of business to be the election of permanent officers. After discussion thereon and nominations made, the following officers were elected;

President: Betty McElroy  
Vice President: Julius Moore  
Secretary: Mrs. Nelda Tisdale

A discussion was then held as to the progress being made with the plans for the construction and maintenance of a recreational complex for the benefit of the members and their families, and the need for the Association's being incorporated as a nonprofit, non-share corporation; on motion duly made and seconded the attached Resolution was adopted:

CERTIFICATE

I, Mrs. Nelda Tisdale, Secretary of Northeast Recreation Association, Inc., do hereby certify that the above and foregoing is a true copy of the Minutes of the Meeting of the Members of the Association held on the 7th day of June, 1976.

This the 8th day of June, 1976.

  
MRS. NELDA TISDALE, SECRETARY



RESOLUTION

BOOK 226 PAGE 473

RESOLVED that Northeast Recreation Association be incorporated under the laws of the State of Mississippi with the name of Northeast Recreation Association, Inc., and that five of the members of this association, to-wit: Billy McElroy, Mrs. Nelda Tisdale, Julius Moore, Thomas L. Goldman and Tommy Gunn, be and they are hereby authorized, empowered and directed to make application for a Charter of Incorporation as a nonprofit corporation under the laws of the State of Mississippi in such manner that the corporation may be formed as a civic improvement society to provide and permit recreational facilities, including but not limited to base ball field, to encourage physical fitness, and to acknowledge such application for charter and do any and all other things necessary and proper to obtain said charter and perfect said incorporation and the secretary of this association is authorized, empowered and directed to certify a true copy of this Resolution for use in making application for Charter of Incorporation.

I, the undersigned secretary of Northeast Recreation Association, Inc., do hereby certify that Billy McElroy, Mrs. Nelda Tisdale, Julius Moore, Thomas L. Goldman and Tommy Gunn, are each and all members of the aforesaid Northeast Recreation Association, Inc., an unincorporated, nonprofit association and civic improvement society and that the said Billy McElroy, Mrs. Nelda Tisdale, Julius Moore, Thomas L. Goldman and Tommy Gunn are all adult resident citizens of Mississippi. The above and foregoing resolution is a true, complete, full and exact copy of a resolution passed and adopted by the aforesaid Northeast Recreation Association on Monday, June 7, 1976.

WITNESS MY SIGNATURE on this the 3rd day of June, 1976.

Mrs. Nelda Tisdale  
MRS. NELDA TISDALE, SECRETARY  
NORTHEAST RECREATION ASSOCIATION

THE CHARTER OF INCORPORATION  
OF  
NORTHEAST RECREATION ASSOCIATION, INC.

1. The corporate title of said company is: Northeast Recreation Association, Inc.

2. The names and post office addresses of the incorporators are:

Billy McElroy  
Rt. 4, Box 329  
Meridian, Miss.

Thomas L. Goldman  
Post Office Box 1625  
Meridian, Miss.

Mrs. Nelda Tisdale  
Rt. 8, Box 70  
Meridian, Miss.

Tommy Gunn  
Rt. 4, Box 389-9  
Meridian, Miss.

Julius Moore  
Rt. 8, Box 206  
Meridian, Miss.

all being adult resident citizens of the State of Mississippi.

3. The domicile is at: Route 8, Box 70, Meridian, Mississippi

4. This corporation is a nonprofit, nonshare corporation and is organized pursuant to Title 79, Chapter 11, Mississippi Code of 1972, for the purpose of constructing, operating and maintaining a recreational complex for the benefit of the members and their families including, but not limited to athletic fields, and all other activities necessary to the enjoyment thereof.

5. The period of existence shall be perpetual.

6. The nature of the business of this corporation and the rights and powers to be exercised are:

A. To associate its members together for their mutual benefit and to that end to construct, operate and maintain a recreational complex, and all other activities necessary to the enjoyment thereof.

B. To borrow from any source money, goods or services without limitation as to amount of corporate indebtedness or liability;

and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

C. To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary for the conduct and operation of the business of the corporation.

D. To levy assessments in such manner and in such amount as may be provided in the By-Laws of the corporation.

E. Upon the dissolution of this corporation, all debts and liabilities of this corporation shall first be paid out of the assets, in full, if there be sufficient assets, and if not, then prorata. Any remainder of such assets shall revert to and become the property of the members in proportion to and on the basis of their respective patronage or business done with the corporation as shown by the records of the corporation.


F. Within ten (10) days after the issuance of the Certificate of Incorporation, the incorporators named therein shall hold an organizational meeting for the purpose of accepting the Charter of Incorporation and adopting By-Laws.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

Signatures:

  
BILLY MCELROY

  
MRS. E. J. T. T. T.

  
THOMAS L. GOLDMAN

Tommy Gunn  
TOMMY GUNN  
Julius Moore  
JULIUS MOORE

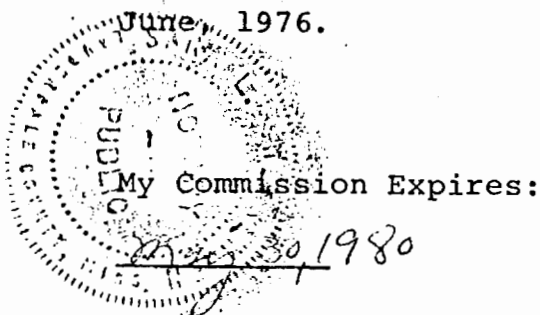
ACKNOWLEDGMENT

STATE OF MISSISSIPPI

COUNTY OF LAUDERDALE

This day personally appeared before me, the undersigned authority, Billy McElroy, Mrs. Nelda Tisdale, Thomas L. Goldman, Tommy Gunn and Julius Moore, incorporators of the corporation known as Northeast Recreation Association, Inc., who acknowledged that they signed and delivered the above and foregoing Charter of Incorporation as their act and deed on this the 8 day of June, 1976.

Sara L. Swearingen  
NOTARY PUBLIC



Received at the office of the Secretary of State this the 15 day of June, A., D. 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Palmer  
Secretary of State

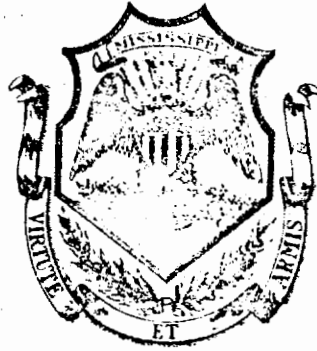
Jackson, Miss. JUNE 23, 1976

I have examined this application for a Charter of Incorporation and am of the opinion that it is not violative of the Constitution and Laws of the State, or of the United States.

A.F. Summers  
Attorney General

By: George W. Swindell  
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SCOOPA TRANSPORTATION COMPANY

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 25th day of June A. D., 1976.



*Carolyn Bundy*

LIEUTENANT AND ACTING Governor

By the Governor

*Heber Ladner*

Secretary of State

RESOLUTION

WHEREAS, the general membership of the Scooba Transportation Company, a non-profit unincorporated association, did meet on May 30, 1976, in regular meeting with a majority of such membership present; and

WHEREAS, it is necessary and in the best interests of the entire membership of the Scooba Transportation Company that the association apply for a Charter of incorporation for a non-profit non-share corporation as authorized by the laws of the State of Mississippi, and that Peggy T. Warren, John K. Briggs, Jr. and James L. Bryan, each of whom are members, be authorized to apply for such charter as incorporators.

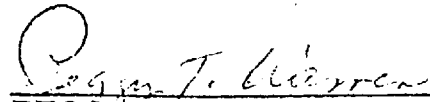
BE IT, THEREFORE, RESOLVED that Peggy T. Warren, John K. Briggs, Jr. and James L. Bryan be and they are hereby authorized, directed and empowered to make application for a grant of charter of a non-profit corporation on behalf of Scooba Transportation Company.

Be it further resolved that the Treasurer of the Scooba Transportation Company be authorized and directed to expend \$25.00 of the funds of the association for applicable filing fees charged by the Secretary of State in connection with the application for a grant of charter.

CERTIFICATE

I, Peggy T. Warren, Secretary of Scooba Transportation Company, an unincorporated association, do hereby certify that the above and foregoing is and does constitute a true and correct copy of that certain Resolution adopted by the membership of the Scooba Transportation Company on May 30, 1976.

Dated this the 9 day of June, 1976.

  
\_\_\_\_\_  
PEGGY T. WARREN,  
SECRETARY

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

1. The corporation title of said company is: **SCOوبا TRANSPORTATION COMPANY**

2. The names and post office addresses of the incorporators are:  
 (The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Peggy T. Warren		Scooba, Mississippi	39358
John K. Briggs, Jr.		Scooba, Mississippi	39358
James L. Bryan		Scooba, Mississippi	39358

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at (None) Scooba Mississippi 39358  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 79-11-1, Code of Mississippi of 1972, and amendments thereto.)

The corporation is Non-Profit, and no shares of stock are to be issued. The type of organization is a charitable society to provide transportation to schools and school-related activities.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

1. The organization, maintenance and operation of a non-profit transportation service for the purpose of transporting school-age children to and from Kemper Academy, Inc., in DeKalb, Mississippi, or to any activity related to said attendance center.
2. To lease, purchase, own, mortgage, sell, maintain, replace and operate motor vehicles and school buses or other equipment and appliances for the above purposes.
3. To borrow money and to secure promissory notes by liens upon any of the assets of the corporation.
4. To lease, purchase, own, mortgage and sell real property, and to construct buildings thereon, for the storage, maintenance or repair of the motor vehicles and school buses aforesaid, and for any other use and purpose not contrary to the purpose for which the corporation is established.
5. To do and perform any and all other acts, things and deeds necessary in the premises, and not inconsistent with the purposes for which this corporation is created and not contrary to law.



7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: P. T. Warren  
John K. Briggs, Jr.  
James L. Bryan  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of KEMPER

This day personally appeared before me, the undersigned authority  
Peggy T. Warren, John K. Briggs, Jr., James L. Bryan

incorporators of the corporation known as the Scooba Transportation Company  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deeds on this the 9<sup>th</sup> day of June, 1976

My Commission Expires: 8-26-76 Mary E. D...  
NOTARY PUBLIC

STATE OF MISSISSIPPI  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority  
\_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 11 day of June  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

John Palmer  
Secretary of State

Jackson, Miss., JUNE 23, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tive of the Constitution and laws of the State, or of the United States.

A. F. Summer  
Attorney General  
By George W. Sumner  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will  
be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SPIRIT OF 76 CB RADIO CLUB, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 25th day of June A. D., 1976.



*Lucy Gandy*

LIEUTENANT AND ACTING Governor

By the Governor

*Heber Ladner*

Secretary of State

RESOLUTION TO INCORPORATE

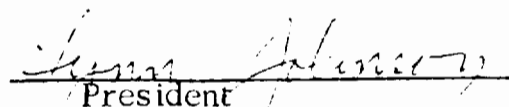
WHEREAS, the SPIRIT OF 76 CB RADIO CLUB, an unincorporated association, was organized for the purpose of fostering and promoting civic improvement in the general geographic area of Indianola, Sunflower County, Mississippi, and

WHEREAS, it is necessary and desirable to incorporate as a non-profit, non-share corporation in order to obtain the necessary financial assistance for carrying out such purpose,

NOW, THEREFORE, BE IT RESOLVED that the SPIRIT OF 76 CB RADIO CLUB be incorporated as a non-profit, non-share corporation under the provisions of Title 79, Chapter 11, of the Mississippi Code of 1972, Annotated, for the purpose of fostering and promoting civic improvement in the general geographic area of Indianola, Sunflower County, and that Robert H. Fowlkes, James L. Barnette, and Barbara N. Cox being members of the association and adult resident citizens of the State of Mississippi, be and they are hereby authorized and directed to apply for such Charter of Incorporation.

CERTIFICATE

I, Lynn Johnson, President of the SPIRIT OF 76 CB RADIO CLUB, do hereby certify that the above and foregoing is a true copy of the Resolution to Incorporate adopted by the members of the association on the 10th day of June, 1976.

  
\_\_\_\_\_  
President

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

# THE CHARTER OF INCORPORATION OF

## SPIRIT OF 76 CB RADIO CLUB, INC.

1. The corporate title of said company is: SPIRIT OF 76 CB RADIO CLUB, INC.

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
ROBERT H. FOWLKES	502 West Gresham	Indianola,	Mississippi
JAMES L. BARNETT	818 Warren Avenue	Indianola,	Mississippi
BARBARA N. COX	107 Campbell Drive	Indianola,	Mississippi

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at 102 Modern Lane, Indianola, Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

The corporation is a non-profit, non-share civic improvement corporation and is organized pursuant to Title 79, Chapter 11, of the Mississippi Code of 1972, Annotated, for the purpose of promoting the general social welfare of the community by fostering and promoting a better civic environment for the area residents of Indianola, Sunflower County, Mississippi.

This corporation shall not have capital stock. It shall be composed of members rather than shareholders. The conditions and regulations of membership and the rights or other privileges of the classes of members shall be determined and fixed by the by-laws.  
5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purpose for which the corporation is formed and the business and objectives to be carried on and promoted by it are as follows:

To foster civic improvement in the general geographic area of Indianola, Sunflower County, Mississippi, and the surrounding area of environs by the operation of a Citizen's Band Radio Club.

To acquire, improve and operate any real or personal property or interest or rights therein or appurtenant thereto.

To sell, convey, assign, mortgage or lease any real or personal property.

To borrow money and to execute such evidence of indebtedness and such contracts, agreements and instruments as may be necessary, and to execute and deliver any mortgage, deed of trust, assignment of income or other security instrument in connection therewith.

To make gifts, donations and appropriations from any of its sources from time to time to carry out the purposes of the corporation.

To do all things necessary and appropriate for carrying out and exercising the foregoing purposes and powers.

The corporation is irrevocably dedicated and shall be operated exclusively for non-profit purposes and no part of the income or assets of the corporation shall be distributed to or inure to the benefit of any individual.

Upon dissolution of the corporation or winding up of its affairs, the corporation property shall not be conveyed or distributed to any individual or organization created or operated for profit, but shall be distributed only to an organization or organizations created and operated for non-profit purposes similar to those of the corporation to be selected by the Board of Directors, subject to approval by the members; provided that nothing herein shall prohibit the corporation from paying its just debts.

The number of directors of the permanent board shall be fixed by the by-laws. The incorporators shall constitute the initial and temporary board, and they shall meet within a convenient time after the registration of this Charter of Incorporation for the purpose of election of officers, adopting by-laws and taking such other action as necessary to protect the organization of the corporation.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

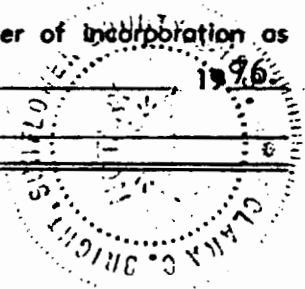
Signatures: Robert H. Fowlkes  
ROBERT H. FOWLKES  
James L. Barnett  
JAMES L. BARNETT  
Barbara N. Cox  
BARBARA N. COX  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of Sunflower

This day personally appeared before me, the undersigned authority  
ROBERT H. FOWLKES, JAMES L. BARNETT, BARBARA N. COX

incorporators of the corporation known as the SPIRIT OF 76 CB RADIO CLUB, INC.  
who acknowledged that ~~the~~ (they) signed and delivered the above and foregoing charter of incorporation as  
~~his~~ (their) act and deed on this the 14th day of June 1976



My Commission expires: 5/3/80  
STATE OF MISSISSIPPI  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
incorporators of the corporation known as the \_\_\_\_\_

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 18th day of June  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the  
Attorney General for his opinion.

Helene Padner  
Secretary of State

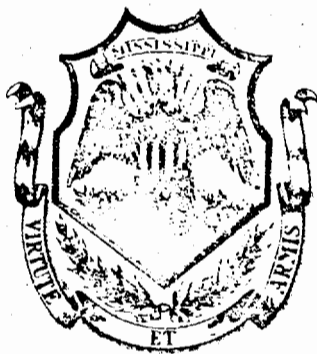
Jackson, Miss., JUNE 23, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

A.F. Summers  
Attorney General  
By Georgette Sumrell  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

PANOLA PEST MANAGEMENT SOCIETY, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this the 25th day of June A. D., 1976.



*Emily Gandy*

LIEUTENANT AND ACTING Governor

By the Governor

*Heber Ladner*

Secretary of State

RESOLUTION OF PANOLA PEST MANAGEMENT  
SOCIETY DESIGNATING THREE (3) OF ITS MEMBERS  
TO APPLY FOR A CHARTER OF INCORPORATION

On motion made by Thomas P. Nichols, seconded by Jerry Pegram, and unanimously approved by the Membership of the PANOLA PEST MANAGEMENT SOCIETY, the following resolution was adopted:

"RESOLVED, that Charles Overton, Steve Klyce, and Jerry Pegram all being adult resident citizens of the State of Mississippi and Members of the Panola Pest Management Society, be and they are hereby authorized and directed to apply to the proper State Officials of Mississippi for a Charter of Incorporation for an organization to be known as PANOLA PEST MANAGEMENT SOCIETY, INC., the same to be a non-profit, non-share corporation as set forth under Section 79-11-1, Miss. Code Ann. (1972)."



Charles Overton, President

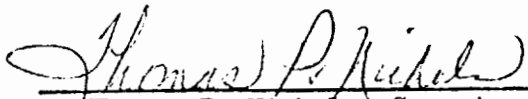
ATTEST:

  
Thomas P. Nichols, Secretary

CERTIFICATE

I, Thomas P. Nichols, the duly elected and acting Secretary of the Panola Pest Management Society do hereby certify that the above and foregoing Resolution is a true and correct copy of a Resolution duly adopted by the Members of said Society on the 15th day of June, 1976, at a properly called meeting.

Witness my signature on this the 15th day of June, 1976.

  
Thomas P. Nichols, Secretary



Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

Panola Pest Management Society, Inc.

1. The corporation title of said company is: Panola Pest Management Society, Inc.
2. The names and post office addresses of the incorporators are:  
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Charles Overton	Route No. 5 (no street)	Batesville, Mississippi	
Steve Klyce	Route No. 2 (no street)	Sardis, Mississippi	
Jerry Pegram	Route No. 2 (no street)	Como, Mississippi	

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at 318 Lee Street, Sardis, Mississippi. 38666  

(Street and No.)
(City)
(State)
4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)  

This is a non-profit corporation, and no shares of stock will or shall be issued. It is an agricultural society as authorized by the provisions of Section 79-11-1, Mississippi Code Ann. (1972) and amendments thereto.
5. Period of existence shall be perpetual.
6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:
  - (1) This is an Agricultural Society organized for the purpose of carrying out a more organized and effective insect control program in Panola County, Mississippi, by the employment of Scouts for the purpose of periodically checking all cotton fields on the farms of all the participants. Poisoning recommendations will be made in accordance with the level of infestation as reported by the Scouts.
  - (2) To cooperate with the Mississippi Department of Agriculture, Mississippi State University, U. S. Department of Agriculture, and all other agencies interested in the control of cotton insects.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: Jerry Pegram  
Steve Klyce  
Charles Overton  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI }  
County of Panola

This day personally appeared before me, the undersigned authority Charles Overton  
Steve Klyce, Jerry Pegram,  
\_\_\_\_\_, \_\_\_\_\_,  
\_\_\_\_\_

incorporators of the corporation known as the Panola Pest Management Society, Inc.

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deeds on this the 15th day of June, 1976

My Commission Expires 4/3/1979 Clair May, Notary Public

STATE OF MISSISSIPPI }  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_,  
\_\_\_\_\_, \_\_\_\_\_,  
\_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 21 day of June  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

Robert Fisher  
Secretary of State

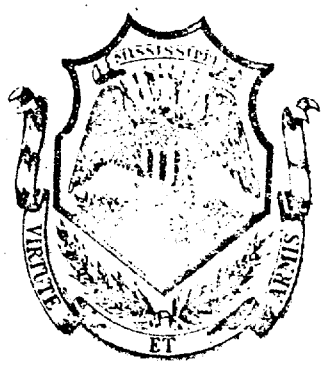
Jackson, Miss., JUNE 23, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tive of the Constitution and laws of the State, or of the United States.

A.F. Summer Attorney General  
By George M. Swindell Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will  
be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BILOXI HEALTH AND SOCIAL SERVICES, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this the 25th day of June A. D., 1976.



*Paul G. Brady*  
LIEUTENANT AND ACTING Governor

By the Governor

*Heber Ladner*  
Secretary of State

CERTIFIED COPY OF RESOLUTION AUTHORIZING APPLICATION  
FOR ARTICLES OF INCORPORATION OF BILOXI HEALTH AND SOCIAL SERVICES, INC.

BOOK 226 PAGE 492

This is to certify that the following Resolution was adopted by the members attending a meeting at the Biloxi Urban Renewal Agency Building at 214 Lameuse Street, Biloxi, Mississippi on June 2, 1976, at which an association known as BILOXI HEALTH AND SOCIAL SERVICES was organized:

RESOLVED, that the following were elected officers of the association of the corporation known as BILOXI HEALTH AND SOCIAL SERVICES:

Karlyn M. Stephens, President

Harry J. Schmidt, Jr., M.D., Vice-President

Gilbert R. Mason, M.D., Secretary

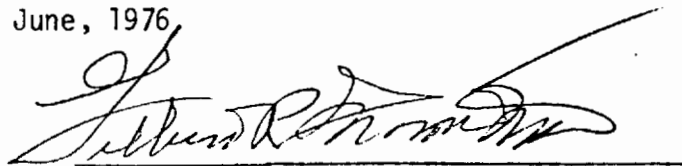
RESOLVED FURTHER, that Karlyn M. Stephens, President, Harry J. Schmidt, Jr., Vice-President, and Gilbert R. Mason, M.D., Secretary, of the Association be hereby authorized to apply to the Secretary of State of the State of Mississippi for a Charter of Incorporation as a non-profit, non-share corporation under the provision of Section 79-11-1 et seq., Mississippi Code of 1972, as amended, of this association, and to take all actions and to do all things necessary and advisable in connection therewith, for and as the act and deed of the association and corporation.

RESOLVED FURTHER, that the corporate title of the corporation herein authorized shall be "BILOXI HEALTH AND SOCIAL SERVICES, INC.".

Adopted this the second day of June, 1976.

The foregoing is hereby certified to be a true and correct copy of a Resolution adopted by the above named association on June 2, 1976.

This the 2nd day of June, 1976



Gilbert R. Mason  
Secretary

Address: 119 Alicia Drive  
Biloxi, Mississippi 39530

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

BILOXI HEALTH AND SOCIAL SERVICES, INC.

1. The corporate title of said company is:  
 Biloxi Health and Social Services, Inc.

2. The names and post office addresses of the incorporators are:  
 (The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Harry J. Schmidt, jr., M.D.	944 West Beach Blvd.	Biloxi	Mississippi
Karlyn M. Stephens	248 Sharon Hills Drive	Biloxi	Mississippi
Gilbert R. Mason, M.D.	119 Alicia Drive	Biloxi	Mississippi

All of the above named incorporators are adult resident citizens of Mississippi.

3. The domicile is at 424 Chartres Street Biloxi Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

Biloxi Health and Social Services will be a non-profit corporation and will issue no shares of stock. This corporation is formed for charitable, educational or civic improvement purposes. It shall be an organization whose primary concern and function is to plan, develop and improve health, social, educational and welfare services in the community as authorized by section 79-11-1 of the Mississippi Code annotated 1972.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To carry on any business in connection with the development of health, social, educational and welfare services or in connection with administering these services, and to have and exercise all the powers conferred by the laws of Mississippi upon corporations formed under the act hereinabove referred to, and to do any or all the things hereinbefore set forth to the same extent as natural persons might or could do. The purpose for which this organization is incorporated is to:

- 1) conduct health planning and related social and welfare services planning activities in order to assess the needs and resources of the community.
- 2) to develop and administer new health, social, educational, and welfare services for the community or to administer existing services, and specifically
- 3) to develop and administer a health clinic for, but not limited to, the low to moderate income medically indigent of the community and to develop any supportive services which may be required including but not limited to such services as educational, transportation, day care or nursery, social, environmental or housing, etc.

The Directors and Officers of said corporation shall have the authority to enter into, to make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government to accomplish the stated purposes of the corporation. The rights and powers of the officers and directors shall be limited to those reasonably necessary to accomplish the stated purposes of the corporation.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: Karlyn M. Stephens  
Harry J. Schmidt, Jr.  
Gilbert R. Mason  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators



**ACKNOWLEDGMENT**

STATE OF MISSISSIPPI  
County of HARRISON

This day personally appeared before me, the undersigned authority Karlyn M. Stephens, Harry J. Schmidt, Jr., M.D., Gilbert R. Mason, M.D.

incorporators of the corporation known as the BILOXI HEALTH AND SOCIAL SERVICES, INC.

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deed, on this the 10th day of June, 1976

my Commission Exp. Aug 27 - 1979 Louella Lynette [unclear] [unclear]

STATE OF MISSISSIPPI  
County of HARRISON

This day personally appeared before me, the undersigned authority Gilbert R. Mason, M.D.

incorporators of the corporation known as the BILOXI HEALTH AND SOCIAL SERVICES, INC.

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deed on this the 14 day of June, 1976

My Commission Expires Dec. 11, 1976 Mrs Dorothy V. McDaniel

Received at the office of the Secretary of State this the 17 day of June A.D., 1976 together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ledner  
Secretary of State

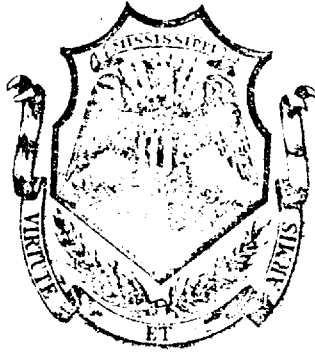
Jackson, Miss., JUNE 23, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

A. F. Summers  
Attorney General  
By George M. Smith  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SAVE OUR STATION, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 25th day of June A. D., 1976.



*Paul G. Brady*  
LIEUTENANT AND ACTING Governor

By the Governor

*Heber Padner*  
Secretary of State

STATE OF MISSISSIPPI

COUNTY OF JACKSON

RESOLUTION AUTHORIZING APPLICATION FOR  
ARTICLES OF INCORPORATION FOR A NON-PROFIT CORPORATION

WHEREAS, SAVE OUR STATION COMMITTEE desires to file an application from the State of Mississippi for a non-profit, non-share charter of incorporation under the Laws of the State of Mississippi; and

WHEREAS, three (3) adult resident citizens of the State of Mississippi who are members of this Association must be authorized to apply for the Charter.

NOW, THEREFORE, BE IT RESOLVED, by the membership of SAVE OUR STATION COMMITTEE that this Association apply for a Charter for a non-profit, non-share corporation to be known as SAVE OUR STATION, INC., and that Jollie P. McCarty, Carlana Lane, and Bob Neely be, and they are hereby authorized and directed to apply to the State of Mississippi for such Charter and on behalf of this Association.

The adoption of the Resolution was moved, seconded and unanimously adopted by the members of the SAVE OUR STATION COMMITTEE on the 8 day of June, 1976.

STATE OF MISSISSIPPI

COUNTY OF JACKSON

C E R T I F I C A T E

I, the undersigned Secretary of SAVE OUR STATION COMMITTEE do hereby certify that the above is a true and correct copy of a Resolution adopted by the members of the SAVE OUR STATION COMMITTEE on the 8 day of June, 1976, as appears on the minutes of said Committee in my custody.

WITNESS MY SIGNATURE, this the 14 day of June, 1976.

*Eleanor P. Vogt*  
ELEANOR VOGT, SECRETARY  
SAVE OUR STATION COMMITTEE



Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

SAVE OUR STATION, INC.

1. The corporate title of said company is: SAVE OUR STATION, INC.

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Jolly P. McCarty	707 11th St.	Pascagoula	Ms.
Carlana Lane	717 Bernard	Pascagoula	Ms.
Bob Neely	2203 Kingsberry Ave.	Pascagoula	Ms.

All adult resident citizens of the State of Mississippi

3. The domicile is at 707 11th Street Pascagoula Mississippi 39567  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

(SEE ATTACHED SHEET)

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

**STATEMENT OF PURPOSE:** The object, business and purpose of this organization shall be to receive contributions, gifts, bequests, legacies, devises and transfers of every kind and character, to conduct and hold fund-raising events and to otherwise collect money and property, all for the sole use and purpose of preserving an historical landmark in the City of Pascagoula, Mississippi, being the old L & N Railroad depot originally constructed in 1904 and which is listed as an historical site in the National Register of Historical Sites; and further to do any and all things necessary and proper for the accomplishment of these purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

- (a) Said corporation is organized as a non-profit corporation under Section 79-11-1 of the Mississippi Code of 1972, as amended, as it shall be non-profit and no shares of stock are to be issued. No part of the net earnings of the corporation shall inure to the benefit of any officer, director or member of the corporation. Said corporation is organized exclusively for charitable, religious, education, and scientific purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).
- (b) 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 in Article 4 (a) 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 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 of 1954 (or the corresponding provision of any future United States Internal Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).
- (c) Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Chancery Court 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, what are organized and operated exclusively for such purposes.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

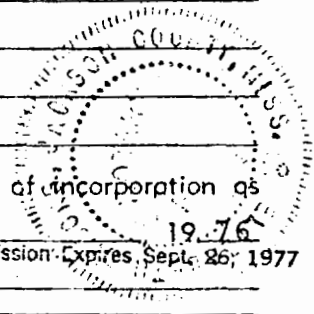
Signatures: x Jolly P. McCarty  
JOLLY P. MCCARTY  
x Carlana Lane  
CARLANA LANE  
x Bob Neely  
BOB NEELY  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of Jackson

This day personally appeared before me, the undersigned authority Jolly P. McCarty,  
Carlana Lane, Bob Neely  
incorporators of the corporation known as the Save our Station, Inc.

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deed on this the 14<sup>th</sup> day of June 1976  
Dignit Brooks Notary Public  
My Commission Expires Sept. 26, 1977



STATE OF MISSISSIPPI  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_  
incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 18<sup>th</sup> day of June  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the  
Attorney General for his opinion.  
Ideler Palmer  
Secretary of State

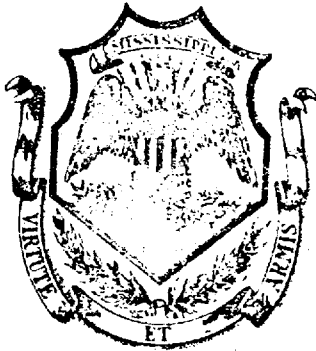
Jackson, Miss., JUNE 23, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.  
A.F. Summers Attorney General  
By George H. Grindell Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient

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# State of Mississippi



EXECUTIVE

OFFICE

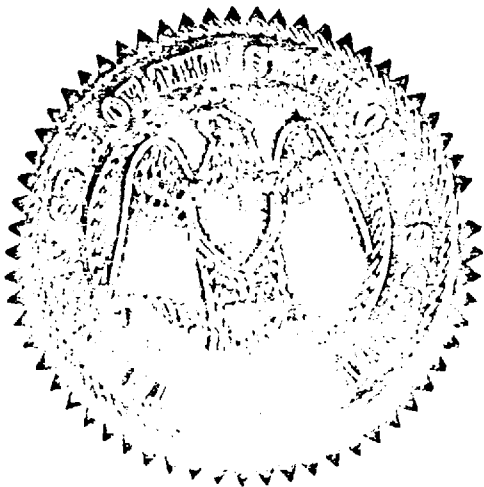
JACKSON

The within and foregoing Charter of Incorporation of

SOUTH MISSISSIPPI TOURIST PROMOTION, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 28th day of June A. D., 1976.



*Lucy Bandy*

LIEUTENANT AND ACTING Governor

By the Governor

*Heber Ladner*

Secretary of State

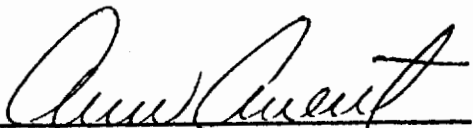
RESOLUTION

At an organizational meeting of SOUTH MISSISSIPPI TOURIST PROMOTION ASSOCIATION, which meeting was held on June 21, 1976, the following Resolution was adopted:

"BE IT RESOLVED that the unincorporated association known as South Mississippi Tourist Promotion hereby authorize Charles Lippian, Ann Avent, and Douglass L. Fontaine, to make application to the Secretary of State of the State of Mississippi, for a grant of Charter for South Mississippi Tourist Promotion, Inc."

I, Ann Avent, duly elected Secretary of South Mississippi Tourist Promotion, an association, do hereby certify that the above is a true and correct copy of a Resolution duly adopted by the members of the association at an organizational meeting held on June 21, 1976.

Witness my signature this the 25th day of June, 1976.

  
Ann Avent, Secretary

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

# THE CHARTER OF INCORPORATION OF

## SOUTH MISSISSIPPI TOURIST PROMOTION, INC.

1. The corporate title of said company is: South Mississippi Tourist Promotion, Inc.

2. The names of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Charles Lippian	P.O. Box 1015	Pascagoula,	Mississippi
Ann Avent	1505 Elm Street	Moss Point,	Mississippi
Douglass L. Fontaine	LaFont Inn, Highway 90 East	Pascagoula,	Mississippi

(All of same being adult resident citizens of Jackson County, Mississippi.)

3. The domicile is at 825 Denny Avenue, Pascagoula, Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, etc.)

This corporation is to be a non-profit organization and no shares of stock shall be issued.

5. Period of existence shall be perpetual.

## 6. The purpose for which it is created.

The purpose of this corporation is to conduct the activity of a civic improvement society. The aim of this society is to promote tourism in South Mississippi by, among other things, the establishment of tourist information centers along the Highways of South Mississippi, and in connection therewith, lease property and do any and all things in relation thereto. In addition, this society is to have the right to do any and all things generally, for the purpose of promoting such tourism, all to the betterment of the Southern Area of the State of Mississippi.

The corporation shall have all of the rights and powers to establish the above stated purposes, none of which shall be contrary to law.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

The rights and powers that may be exercised by the corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.



NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment.

Signatures:

Charles Lippian *Charles Lippian*  
Ann Avent *Ann Avent*  
Douglass L. Fontaine *Douglass L. Fontaine*

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Jackson

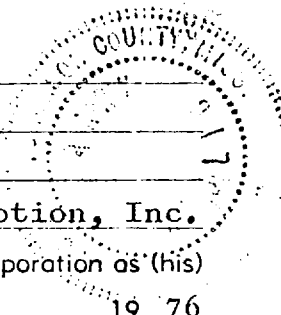
This day personally appeared before me, the undersigned authority

Charles Lippian and Douglass L. Fontaine

incorporators of the corporation known as the South Mississippi Tourist Promotion, Inc. who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the June 19 76

My Commission Expires Nov. 6, 1978  
James H. Colmer, Notary Public  
Jackson County, Mississippi

*James H. Colmer*  
Notary Public



STATE OF MISSISSIPPI

County of Jackson

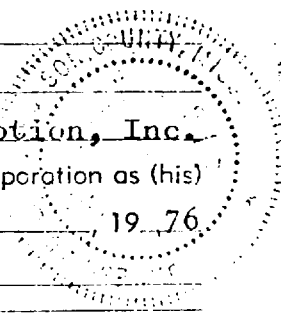
This day personally appeared before me, the undersigned authority

Ann Avent

incorporators of the corporation known as the South Mississippi Tourist Promotion, Inc. who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the June 19 76

My Commission Expires Nov. 6, 1978  
James H. Colmer, Notary Public  
Jackson County, Mississippi

*James H. Colmer*  
Notary Public



Received at the office of the Secretary of State this the 28 day of June A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*John P. Baker*  
Secretary of State

Jackson, Miss., JUNE 28, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

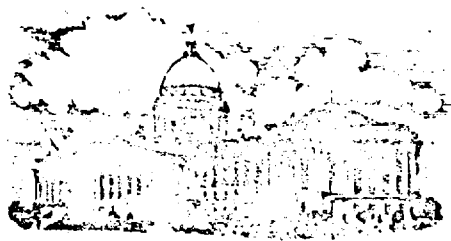
*A.F. Summer*  
Attorney General  
By *George W. Shindall*  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

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# State of Mississippi

EXECUTIVE



OFFICE

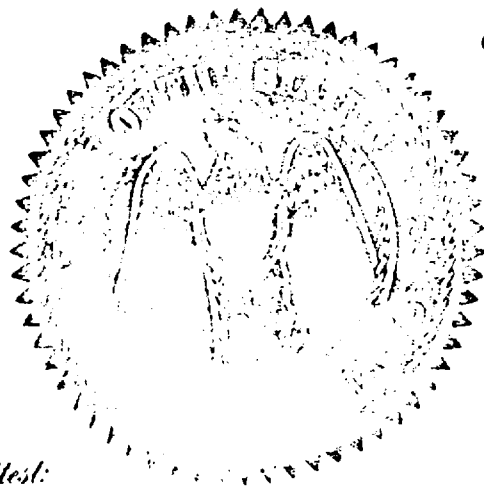
Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of*

MISSISSIPPI HEALTH SYSTEMS AGENCY, INCORPORATED

*is hereby approved.*

*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 28th day of June A.D., 1976.*



Attest:

*Heber Radner*  
Secretary of State.

*Evlyn Bandy*  
LIEUTENANT AND ACTING Governor.

Adoption of amendment to charter and articles of incorporation.

Upon motion duly made, seconded, and unanimously approved, it was:

RESOLVED, That the corporate Charter and Articles of Incorporation be and are hereby amended so as to change the address of the domicile of the Corporation and of complying with U.S. Internal Revenue Service requirements for tax-exempt organizations as follows:

a. By changing the domicile address appearing in Section 3 thereof from 2337 Belvedere Drive, Jackson (Hinds County), Mississippi 39204, to 5760 Highway I-55 North, Jackson (Hinds County), Mississippi 39211; and

b. By adding a sub-section "k" to Section 6 thereof to read as follows:

"k. Notwithstanding any other provisions of these articles: this Corporation is formed exclusively for charitable purposes; and this Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision or any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law; and in the event of dissolution, the residual assets of the organization will be turned over to one or more organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local government for exclusive public purpose."

AND RESOLVED FURTHER, That the President and the Secretary be and are hereby authorized and directed to

execute and submit the appropriate papers for and on behalf of the Corporation to the Secretary of State of Mississippi and to such others as may be required so as to accomplish the foregoing amendment.

## CERTIFICATE

WE, the undersigned duly elected and serving President and Secretary of the MISSISSIPPI HEALTH SYSTEMS AGENCY, INCORPORATED, do hereby certify that the above and foregoing abstract of a resolution amending the charter and articles of incorporation of the said Corporation is true and correct as appears of record in the Minute Book of the Corporation at pages 99 and 100, adopted May 17, 1976.

WITNESS our signatures and the seal of the Corporation on this, the 26 day of May, A.D. 1976.



*A. L. Britton*  
Dr. A. L. Britton, Secretary

*Fred W. St. Clair*  
Fred W. St. Clair, President

ARTICLES OF AMENDMENT OF THE  
ARTICLES OF INCORPORATION  
OF  
MISSISSIPPI HEALTH SYSTEMS AGENCY, INC.

Pursuant to the provisions of Section 79-11-9, Mississippi Code of 1972, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

First: The corporation is amended to:

a. Change the domicile address appearing in Section 3 thereof from 2337 Belvedere Drive, Jackson (Hinds County), Mississippi 39204, to 5760 Highway I-55 North, Jackson (Hinds County), Mississippi 39211; and

b. Add a sub-section "k" to Section 6 thereof to read as follows:

"k". Notwithstanding any other provisions of these articles, this Corporation is formed exclusively for charitable purposes; and this Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision or any future United State Internal Revenue Law or (b) a corporation contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law; and in the event of dissolution, the residual assets of the organization will be turned over to one or more organizations described in sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State or Local government for exclusive public purpose."

Second: The following amendment of the Articles of Incorporation was adopted by the members of the corporation on May 17, 1976, at a regular meeting of the members of the corporation at Jackson, Mississippi.

DATED: This the 17 day of May A. D., 1976.

SIGNED: Mississippi Health Systems Agency  
Name of Corporation

BY: F W St Clair  
PRESIDENT

BY: Albert B. Britton  
SECRETARY



ACKNOWLEDGEMENT

STATE OF MISSISSIPPI

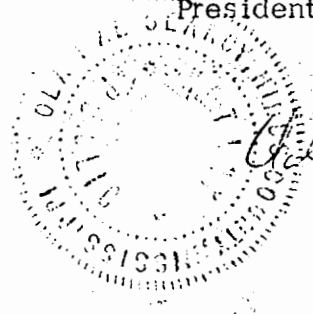
COUNTY OF Hinds

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, F W St Clair,

President of Mississippi Health Systems Agency, Inc.

Glen MacFarley, Notary

My Commission Expires March 23, 1979



Received at the office of the Secretary of State, this the 16 day of June

A. D., 1976, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[Signature]  
SECRETARY OF STATE.

Jackson, Miss.,

JUNE 23, 1976

I have examined this amendment of the Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. F. Summers  
ATTORNEY GENERAL.

By George M. Smith  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of*

LELAND JUNIOR AUXILIARY, INC.

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 28th day of June A.D., 1976.*

*Attest:*

*Heber Ladner*  
Secretary of State

*Earl G. Bandy*  
LIEUTENANT AND ACTING Governor



EXCERPTS OF MINUTES OF MEETING OF  
BOARD OF DIRECTORS AND MEMBERS  
OF LELAND JUNIOR AUXILIARY, INC.

A meeting of the Board of Directors and membership of Leland Junior Auxiliary, Inc. was held on the 25th day of May, 1976, at the Leland Junior Auxiliary headquarters in Leland, Mississippi. On motion of Charlotte Rich, duly seconded and unanimously passed, the following resolution was adopted:

RESOLVED, that the Charter of Incorporation of Leland Junior Auxiliary, Inc., which was issued by the State of Mississippi on February 23, 1961, and amended on April 1, 1975, be further amended by deleting Sub number (3) in paragraph three, Article VI thereof in its entirety and by substituting in lieu thereof the following language:

Sub-paragraph (3) it shall not contribute, participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

RESOLVED FURTHER, that the appropriate officers of this corporation be and each of them hereby is authorized and directed to sign and execute all instruments and documents, and to do and to perform any and all of the acts and deeds that may in their discretion be necessary or convenient to perfect the foregoing amendment to the Charter of Incorporation of Leland Junior Auxiliary, Inc.

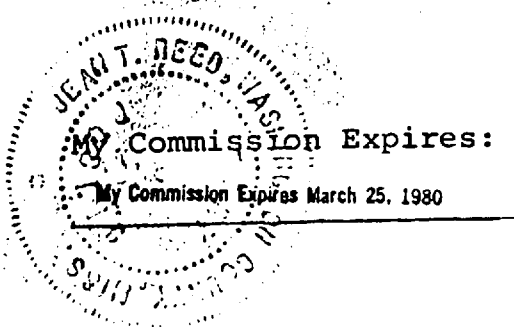
Barbara R. Rayburn  
PRESIDENT

Mary Mack Saythe  
SECRETARY

This is to certify that the above and foregoing Resolution is an exact copy of a Resolution passed by the Leland Junior Auxiliary, Inc., at a special meeting on the 25th day of May, 1976.

CERTIFIED BEFORE ME by the President and Secretary of Leland Junior Auxiliary, Inc. on this the 21st day of June, 1976.

Jean D. Reed  
NOTARY PUBLIC



ARTICLES OF AMENDMENT

It was resolved at a special meeting of the membership of this corporation that the Charter of Incorporation which was issued by the State of Mississippi on February 23, 1961, and amended on April 1, 1975, be further amended by deleting Sub number (3) under paragraph three of Article VI thereof in its entirety and by substituting in lieu thereof the following language:

Sub-paragraph (3) it shall not contribute, participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

RESOLVED FURTHER, that the appropriate officers of this corporation be and each of them is hereby authorized and directed to sign and execute all instruments and documents, and to do and perform any and all of the acts and deeds that may in their discretion be necessary or convenient to perfect the foregoing amendment to the Charter of Incorporation of Leland Junior Auxiliary, Inc.

Barbara Rayburn  
PRESIDENT

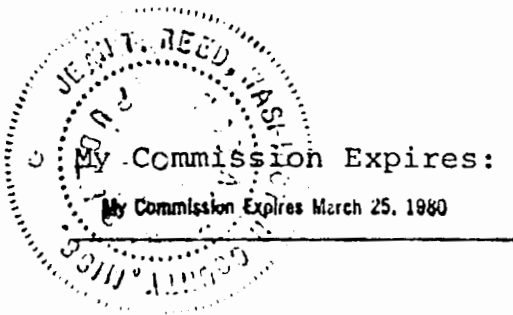
Mary Mack Smythe  
SECRETARY

STATE OF MISSISSIPPI  
COUNTY OF WASHINGTON

Personally appeared before me the undersigned authority in and for said County and State, Barbara Rayburn and Mary Mack Smythe, President and Secretary, respectively, of the corporation known as Leland Junior Auxiliary, Inc., who acknowledged that they signed and executed the above and foregoing Articles of Amendment as their own act and deed after having been duly authorized so to do by the said corporation.

Given under my hand and official seal on this the 21st day of June, 1976.

Jean Z. Reed  
NOTARY PUBLIC



Received at the office of the Secretary of State, this the 23<sup>d</sup> day of June

A. D., 1976, together with the sum of \$10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Palmer  
SECRETARY OF STATE.

Jackson, Miss..

JUNE 24, 1976

I have examined this amendment of the Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. F. Sumner  
ATTORNEY GENERAL

By George M. Sumrell  
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SUNSHINE FUND RAISING ORGANIZATION, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 28th day of June A. D., 1976.



*Leopoldo Gandy*

LIEUTENANT AND ACTING Governor

By the Governor

*Heber Ladner*

Secretary of State

RESOLUTION OF SUNSHINE FUND RAISING ORGANIZATION

BE IT RESOLVED that the members of Sunshine Fund Raising Organization, an unincorporated association of individuals, that it is the best interests of this association that it be forthwith incorporated as a non-profit corporation under the laws of the State of Mississippi applicable thereto and that Agnes B. Roy, Addie T. Thompson and Shirley Owen are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this association to be named Sunshine Fund Raising Organization; that they are fully empowered to do so and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the association as may be necessary so to do.

CERTIFICATE

I, Agnes B. Roy, do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is a true and correct copy of a resolution duly adopted at a meeting thereof held on the 4<sup>th</sup> day of June, 1976, at Holly Springs, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

Witness my signature, this the 11<sup>th</sup> day of June, 1976.

SECRETARY

  
AGNES B. ROY

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

1. The corporation title of said company is: **SUNSHINE FUND RAISING ORGANIZATION, INC.**

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Agnes B. Roy	Route 3, Box 452 B	Holly Springs	Mississippi
Addie T. Thompson	Route 3, Box 382	Holly Springs	Mississippi
Shirley Owen	Route 3	Holly Springs	Mississippi

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at Marianna Road, Route 3, Box 382, Holly Springs, Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

This corporation is Non-Profit and no shares of stock shall be issued.

The type of organization, as authorized by the provisions of §79-11-1 of the Mississippi Code of 1972, and amendments thereto, which this corporation shall be, is that of a fraternal, charitable association and civic improvement society.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To effect the association of Marshall County citizens and such other citizens as the organization may from time to time admit as members, who are interested in charitable work and civic improvement; to operate for such charitable and civic improvement purposes; to effect the establishment and operation of charitable and civic improvement activities as the organization may, from time to time, being proper, to the end that the organization may be able to donate property or provide financial assistance to needy persons or to other charities and civic improvement activities, particularly within the area of Marshall County, but not limited to the area of Marshall County; to raise funds and materials for needy persons or groups and to promote the civic, social and educational improvement of this region; to purchase, lease, hold, sell, develop, erect, build, mortgage, deed in trust, convey, or otherwise acquire and dispose of real and personal property and to maintain and operate same for the use and enjoyment of all the members of the association, subject to such rules, regulations and restrictions as set forth in the by-laws of this corporation and as determined by action of the Board of Directors in regular meetings; to do all and everything necessary, suitable and proper for the accomplishment of any of the purposes and attainments of the objects heretofore set out or mentioned, either alone or in association with other individuals, corporations, associations or partnerships, including but not limited to county, state, federal, and municipal bodies and authorities; and, in general, to do and perform such things and acts and transact such business in connection with the foregoing objects not inconsistent with the general laws of this land or to the objects and aims of the Sunshine Fund Raising Organization; and, to do and perform any and all acts not prohibited to a non-profit organization under the laws of the State of Mississippi.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: Agnes B Roy  
AGNES B. ROY  
Addie Thompson  
ADDIE T. THOMPSON  
Shirley Owen  
SHIRLEY OWEN  
Incorporators

ACKNOWLEDGMENT

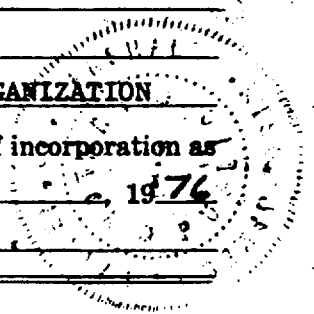
STATE OF MISSISSIPPI  
County of Marshall

This day personally appeared before me, the undersigned authority Agnes B. Roy,  
Addie T. Thompson, Shirley Owen

incorporators of the corporation known as the SUNSHINE FUND RAISING ORGANIZATION

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deeds on this the 11<sup>th</sup> day of June, 1976

My commission expires: 9-26-79 James M. Warren  
NOTARY PUBLIC



STATE OF MISSISSIPPI  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_  
\_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 16 day of June  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Palmer  
Secretary of State

Jackson, Miss., JUNE 23, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States

A.F. Summer  
Attorney General  
By George M. Linnell  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

FOUNDATION FOR CHRISTIAN EDUCATION

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 28th day of June A. D., 1976.



*Emlyn Gandy*

LIEUTENANT AND ACTING Governor

By the Governor

*Heber Ladner*

Secretary of State



CERTIFIED COPY OF RESOLUTION  
OF CHRISTIAN EDUCATION ASSOCIATION

RESOLVED, that this group, the Christian Education Association, should organize and operate as a non-profit corporation;

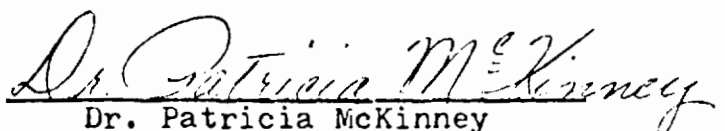
RESOLVED, that the following members, all of whom are adult resident citizens of the State of Mississippi, are hereby authorized, directed and empowered to apply to the State of Mississippi for the grant of a charter:

Name	Number & Street	City & State
Rev. Brister H. Ware	1455 Springdale Dr.	Jackson, MS 39211
Dr. Donald McKinney	Rt. 1, Box 299A	Madison, MS 39110
Dr. Patricia McKinney	Rt. 1, Box 299A	Madison, MS 39110

RESOLVED, that the corporate title of said non-profit, non-share corporation shall be Foundation for Christian Education.

I, the undersigned Secretary of Christian Education Association, an unincorporated association, do hereby certify that the above and foregoing resolution was duly passed at a regularly convened meeting of said association held on April 9, 1976, the same being included in the minutes of said meeting of the association.

WITNESS MY HAND, this the 9th day of April, 1976.

  
Dr. Patricia McKinney

THE CHARTER OF INCORPORATION  
OF  
FOUNDATION FOR CHRISTIAN EDUCATION

1. The corporate title of said corporation is FOUNDATION FOR CHRISTIAN EDUCATION.

2. The names and post office addresses of the incorporators, all of whom are adult resident citizens of the State of Mississippi, and who are authorized by the association in its minutes to apply for this Charter, are:

NAME	NUMBER & STREET	CITY & STATE
Reverend Brister H. Ware	1455 Springdale Drive	Jackson, Mississippi 39211
Dr. Donald McKinney	Route 1, Box 299-A	Madison, Mississippi 39110
Dr. Patricia McKinney	Route 1, Box 299-A	Madison, Mississippi 39110

3. The domicile of the corporation is at Route 1, Box 299-A, Madison, Mississippi 39110.

4. The corporation is non-profit and no shares of stock shall be issued. The corporation is created and shall act as an educational organization for the purposes hereinafter stated.

5. The period of existence shall be perpetual.

6. The purpose for which the corporation is created, not contrary to law, including a statement of rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the state purposes of the association being incorporated are more particularly described as follows:

To establish and operate one or more schools, academies and places of learning of both the primary and secondary level, or at the college or graduate level; to seek, obtain and maintain standards for the accreditation thereof; to conduct courses of study of both an

academic and vocational nature; to promote and conduct courses of adult education; to plan, organize and carry our courses of correspondence study; to instruct its students in arts, sciences, crafts, and to generally prepare them for acceptance into recognized and accredited colleges and universities throughout the United States; to conduct athletic events and sponsor athletic teams, bands, plays, musical programs, and extra-curricular activities of any and all types; to conduct prayers in its schools, academies and establishments; to generally conduct programs fostering a belief in the Divine Being; to receive, accept, hold, administer, invest and disburse funds for such purposes and for such specific purposes as may be provided for in the By-Laws; to acquire, own, and sell property, real, personal or mixed, by purchase, gift, devise, or bequest, unconditionally; to borrow money and give deeds of trust and pledges of real property and security interests in personal property and other assets securing same; to convey, invest, and re-invest its funds and otherwise administer all of its property for the purposes for which this corporation is created; to use such funds and property or the income therefrom in accomplishing of the purposes aforesaid and hereafter set forth; to enter into contracts; to sue and to be sued; to complain and defend in its corporate name; to have a corporate seal; to make and amend By-Laws not inconsistent with this Charter of Incorporation, or the laws of this State, which By-Laws may provide for the election and qualification of Trustees and officers, outline the duties and responsibilities in setting forth the terms of office thereof, providing qualifications for membership in the corporation; to amend this Charter by a majority vote of the members as provided by law; to cease its corporate activities and surrender its corporate franchise in the manner provided by law; to have and exercise all powers reasonably necessary to accomplish any and all of the purposes for the which the corporation is organized.

All of the assets of the corporation shall be dedicated to its stated purposes. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, 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 in paragraph 6 thereof. The corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 ( or the corresponding provision of any future United States Internal Revenue Law.)

This corporation shall admit students of any race, color, national and ethnic origin to all the rights, privileges, programs and activities generally accorded or made available to students at its school(s). It shall not discriminate on the basis of race, color, national and ethnic origin in administration of its educational policies, admission policies, scholarship and loan programs and athletic and other school-administered programs.

7. This corporation shall not be required to make publication of its Charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one (1) vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and

there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

Requirements of membership shall be as provided in the By-Laws.

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Chancery Court 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.

WITNESS OUR SIGNATURE, this the 22 day of  
June, 1976.

Brister H. Ware  
Reverend Brister H. Ware

Donald McKinney  
Dr. Donald McKinney

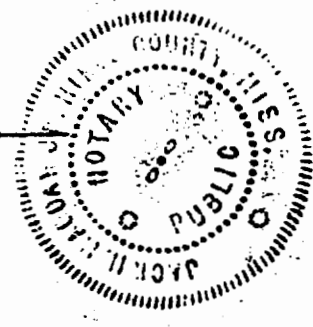
Dr. Patricia McKinney  
Dr. Patricia McKinney

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority in and for the aforementioned jurisdiction, the within named REVEREND BRISTER H. WARE, DR. DONALD MCKINNEY and DR. PATRICIA MCKINNEY, incorporators of the corporation known as FOUNDATION FOR CHRISTIAN EDUCATION, who acknowledged that they signed and executed the above and foregoing charter of incorporation as their act and deed on this the 22 day of June, 1976.

Joel H. Mollum  
Notary Public



My commission expires:

May 27, 1980.

RECEIVED in the office of the Secretary of State of the State of Mississippi, this the 23<sup>rd</sup> day of June, 1976, together with the sum of \$20.00 to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner  
Heber Ladner  
Secretary of State

Jackson, Mississippi

June 24, 1976

I have examined this application for a Charter of Incorporation, and am of the opinion it is not violative of the constitution and laws of this State or of the United States.

A F. SUMMER, ATTORNEY GENERAL

BY: George M. Swindell  
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

UTICA VOLUNTEER FIRE DEPARTMENT

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 28th day of June A. D., 1976.



*Emlyn Gandy*

LIEUTENANT AND ACTING Governor

By the Governor

*Heber Ladner*

Secretary of State

RESOLUTION TO INCORPORATE UTICA VOLUNTEER  
FIRE DEPARTMENT

BE IT REMEMBERED that at a meeting of the members of the Utica Volunteer Fire Department held at Utica, Mississippi on the 24th day of June, 1976, the following resolution was duly offered and passed by the members of said Fire Department.

IT WAS PROPOSED that the Utica Volunteer Fire Department incorporate as a non-profit corporation under the laws of the State of Mississippi without capital stock under the provisions of Section 5310.1 Code of Mississippi, 1942 and amendments thereto.

A non-profit organization with the objectives and purposes of providing fire protection of life and property throughout Utica and surrounding area. The proposed Charter of Incorporation was fully discussed. On motion duly made, seconded and unanimously carried, the following resolution was adopted:

"RESOLVED, that this association secure a non-profit Charter of Incorporation from the state of Mississippi; that Dan E. Currie, James T. Powell and Bob Lee Currie be designated as incorporators and authorized to secure a non-profit corporate charter from the State of Mississippi, and be further authorized and empowered to do any and all things which may be necessary or convenient to secure issues of such charter."

The undersigned, being the duly appointed secretary of the Utica Volunteer Fire Department, an un-incorporated association, does hereby certify that the above is a true copy of the minutes of the meeting of the said association on June 24, 1976 at Utica, Mississippi.

WITNESS my hand this 24th day of June, 1976.

Bob Lee Currie  
Secretary, Utica Volunteer Fire Department

STATE OF MISSISSIPPI  
COUNTY OF HINDS

SWORN to and subscribed before me this 24<sup>th</sup> day of June, 1976.

Maie S. Powers  
Notary Public





Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

1. The corporation title of said company is: **UTICA VOLUNTEER FIRE DEPARTMENT**

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Dan Eugene Currie	P. O. Box 240	Utica	Mississippi
James T. Powell	P. O. Box 214	Utica	Mississippi
Bob Lee Currie	Route 2	Utica	Mississippi

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at Town Hall Utica Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 79-11-1, Code of Mississippi of 1972, and amendments thereto.)

Utica Volunteer Fire Department is a non-profit organization and no shares of stock shall be issued. It is an organization of citizens of the Utica area of Hinds County, Mississippi, organized as a fire company.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purpose for which this civic improvement corporation is created is to provide preservation and protection of life and property from and during hazards as may occur in the Utica area of Hinds County, Mississippi.

To have the rights and power of the corporation to be exercised only to the extent reasonably necessary to accomplish the purpose stated, and only to the extent permitted to an organization exempt under Section 501 (c) (3) of the Internal Revenue Code or its subsequent effective counterpart are:

- To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;
- To make and alter by-laws, not inconsistent with its articles of incorporation or with the laws of the State, for the administration and regulation of the internal affairs of the corporation;
- To apply for, receive, and/or administer any grant or other assistance from any private, county, city, state or federal agency;
- To borrow from any source, money, goods or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

6. Purposes (etc.)

- (e) To acquire and to hold, own and exercise all rights of ownership in and to sell, transfer or pledge shares of capital stock or bonds or become a stockholder of any corporation or association engaged in any activities;
- (f) To buy, lease, hold and exercise all privileges of ownership in and to all real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereof;
- (g) To establish reserves and to invest the funds thereof in stocks, bonds, and other property as the board of trustees may deem satisfactory.
- (h) To have and exercise all powers, privileges and rights conferred on corporations by the laws of the State of Mississippi and all powers and rights incidental in carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the act of which this corporation is incorporated.
- (j) The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Mississippi, all of which are hereby expressly claimed.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

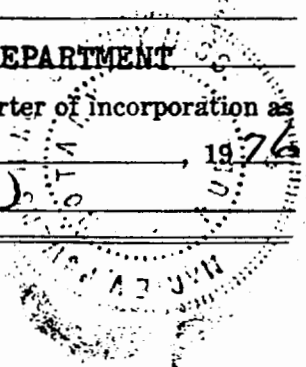
Signatures: Dan E. Currie  
James T. Powell  
Bob Lee Currie  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of Hinds

This day personally appeared before me, the undersigned authority  
Dan Eugene Currie, James T. Powell, Bob Lee Currie

incorporators of the corporation known as the UTICA VOLUNTEER FIRE DEPARTMENT  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deeds on this the 24<sup>th</sup> day of June, 1976  
Marie v. Powers  
My Commission Expires May 13, 1978



STATE OF MISSISSIPPI  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 27<sup>th</sup> day of June  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

Heber Palmer  
Secretary of State

Jackson, Miss., JUNE 24, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

A.F. Sumner Attorney-General  
By George M. Sumner Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE GLEN CONDOMINIUMS, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 28th day of June A. D., 1976.



*Leah Gandy*

LIEUTENANT AND ACTING Governor

By the Governor

*Heber Ladner*

Secretary of State

CERTIFIED COPY OF RESOLUTION ADOPTED BY MEMBERS  
OF THE GLEN CONDOMINIUMS ASSOCIATION AT MEETING  
HELD ON JUNE 15, 1976, AUTHORIZING AND DIRECTING  
INCORPORATION OF THE GLEN CONDOMINIUMS, INC.

WHEREAS, The Glen Condominiums Association is now a volunteer, nonprofit unincorporated organization composed of certain persons interested in The Glen Condominiums, a condominium development located in the City of Jackson, Mississippi, and associated for the purpose of protecting and preserving the property values of the development; and

WHEREAS, after investigation and discussion in meeting assembled, the members of said organization find that incorporation will entitle it to financial, organizational and other advantages not now enjoyed, and will facilitate accomplishment of the purposes of the organization; and

WHEREAS, the members of the organization further find that the organization should be incorporated forthwith as a nonprofit corporation under and by virtue of the laws of the State of Mississippi.

NOW, THEREFORE, BE IT RESOLVED by The Glen Condominiums Association in meeting assembled that:

Section 1. Michael E. McClaren, Reece Q. Shook, Sr. and C. Eugene McRoberts, Jr. are hereby authorized and directed to proceed forthwith to take all actions and to do all things necessary to incorporate The Glen Condominiums Association as a nonprofit corporation under the laws of the State of Mississippi and to act as the incorporators thereof.

Section 2. The corporate title of the corporation herein authorized shall be "THE GLEN CONDOMINIUMS, INC."

Section 3. The domicile of said corporation shall be at 1700 Deposit Guaranty Plaza, 210 East Capitol Street, Jackson, Mississippi 39201.

Section 4. The purposes and powers of the said corporation shall be as set forth in the copy of the proposed Charter

of Incorporation, a copy of which is attached hereto as Exhibit "A" and is adopted herein by reference, as fully as if copied herein in words and figures.

CERTIFICATE

I, Michael E. McClaren, Secretary of The Glen Condominiums Association do hereby certify that the above and foregoing Resolution is a true and correct copy of a certain Resolution adopted by The Glen Condominiums Association in meeting assembled on the 15th day of June, 1976, in the City of Jackson, Hinds County, Mississippi.

SO CERTIFIED, this 15th day of June, 1976.

  
Michael E. McClaren

THE CHARTER OF INCORPORATION  
OF  
THE GLEN CONDOMINIUMS, INC.

1. The title of the corporation is THE GLEN CONDOMINIUMS, INC.
2. The names and addresses of the Incorporators, each being an adult resident citizen of the State of Mississippi, are:
  - a. Michael E. McClaren  
The Glen #218  
5125 Old Canton Road  
Jackson, Mississippi 39206
  - b. Reece Q. Shook, Sr.  
Route 1  
Box 406-B  
Florence, Mississippi 39703
  - c. C. Eugene McRoberts, Jr.  
4318 N. Honeysuckle Lane  
Jackson, Mississippi 39211
3. The domicile of the corporation in the State of Mississippi shall be 1700 Deposit Guaranty Plaza, 210 East Capitol Street, Jackson, Mississippi 39201.
4. This is a nonprofit corporation, and no shares of stock will be issued with respect thereto. The type of the corporation is a real estate apartment owners and managers association or a civic improvement society as permitted by §79-11-1 of the Mississippi Code of 1972.
5. The duration of the corporation is perpetual.
6. The purposes for which the corporation, hereafter called "Association", is organized are as follows:
  - a. To provide an entity for the operation, maintenance, preservation, and architectural control of the residences and Common Areas located within that certain tract of property known as "The Glen Condominiums" situated in the S-1/2 of the NW-1/4 of Section 18, Township 6 North, Range 2 East, City of Jackson, First Judicial District of Hinds County, Mississippi, and being more particularly described as follows:

Beginning at the northwest corner of Riverwood  
Subdivision, Part 1, as recorded in Plat Book 20,

at page 49, of the records in the office of the Chancery Clerk of Hinds County, at Jackson, Mississippi, and run thence S 0° 21' 30" W along the west boundary of said Riverwood Subdivision, Part 1, and its southerly extension, 357.35 feet; run thence S 89° 47' 30" W, 436.11 feet; run thence N 0° 01' E, 140.92 feet; run thence S 89° 51' W, 68.70 feet; run thence N 0° 13' 30" W, 175.74 feet to the south right-of-way line of Old Canton Road; run thence N 89° 47' 30" E, along the south right-of-way line of Old Canton Road, 209.56 feet to the beginning of a curve to the left in the said south right-of-way line; and run thence northeasterly, along the arc of said curve, 301.96 feet to the point of beginning, said curve having a radius of 1115.85 feet and a chord bearing and distance of N 82° 02' 21" E, 301.04 feet; containing an area of 154,566 square feet or 3.548 acres, more or less;

b. To provide a nonprofit entity that will operate for the purpose of bringing about civic betterment and social improvements in its community, as well as act to protect and preserve the property values of the community and to perform with the aim in mind that it act not for an individual's benefit, but rather for the common good of the community;

c. To exercise all of the powers and privileges and perform all of the duties and obligations of the Association, as the management body of the Condominium, as set forth in the Declaration of Restrictions Establishing The Glen Condominiums (hereinafter called the "Declaration of Restrictions") and By-Laws applicable to the above described property, as recorded or to be recorded in the office of the Chancery Clerk of Hinds County, at Jackson, Mississippi, and as the same may be amended from time to time as therein provided;

d. To fix, levy, collect and enforce payment, by any lawful means, of all charges or assessments pursuant to the terms of the Declaration of Restrictions; and to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes, or governmental charges levied or imposed upon the property of the Association;

e. To acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell,



lease, transfer, dedicate for public use, or otherwise dispose of real or personal property in connection with the affairs of the Association;

f. To make contracts, incur liabilities, borrow money at such rates of interest as the Association may determine, issue its notes, bonds and other obligations and secure any of its obligations by mortgage, pledge or otherwise;

g. To act as an agent, contractor, trustee or factor either alone or in company with others;

h. To promote and assist, financially or otherwise, the common interests of the co-owners of the property hereinabove described and to give any guaranty in connection therewith for the payment of money or for the performance of any other undertaking or obligation which is in the common interests of the co-owners;

i. To sue and be sued, complain and defend in its corporate name;

j. To purchase, take, receive, subscribe for, or otherwise use, employ, sell, mortgage, lend, pledge, or otherwise use and deal in and with shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district or municipality or of any instrumentality thereof;

k. To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so invested;

l. To elect or appoint officers, employees and other agents, define their duties and fix their compensation; and to enter into agreements of employment;

m. To indemnify any Director or officer or former Director or officer of the corporation;

n. To enter into any partnership with others or

union of interest with respect to any transaction, operation or venture which the corporation has the power to conduct by itself, even if such arrangement involves sharing or delegation of control of such transaction, operation or venture with or to others; and

o. To do all and everything necessary, suitable and proper for the accomplishment of the foregoing purposes, and to exercise all of the powers granted to the co-owners of a condominium project or to the management body thereof by the Mississippi Condominium Law (§§ 89-9-1, et seq. of the Mississippi Code of 1972) and all of the powers now or hereafter granted to nonprofit corporations by the laws of the State of Mississippi, and to do every other act or thing incidental or pertinent to or growing out of or connected with the foregoing powers, provided the same be not inconsistent with the laws under which this corporation is organized or under the Mississippi Condominium Law.

7. This corporation is to have members. Every person or entity who is a record owner of a condominium unit shall be a member of the Association, provided, the foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any unit (except as provided in the Declaration of Restrictions with respect to membership pending removal of the project from the provisions of the Declaration of Restrictions).

8. a. Except as hereinafter provided, each member of the Association shall be entitled to one vote for each unit owned by him provided that all assessments against such unit then due have been paid.

b. When title to a unit is held by more than one person, all such persons shall be members, but they shall be entitled to only one vote with respect to each unit owned. The

vote for such unit shall be exercised as the owners thereof among themselves determine. Where only one of two or more co-owners is present at a meeting of the members of the Association, he or she shall be entitled to cast the vote with respect to that unit.

c. Notwithstanding the foregoing, Hobbit's Glen Development Corporation, a Tennessee corporation, hereinafter "the Developer", as the original owner of all units in the Condominium project, shall be entitled to three (3) votes for each unit owned by it and remaining unsold until such time as nineteen (19) of the units are sold and transferred, or until the expiration of five (5) years from the date of recording the Declaration of Restrictions, whichever last occurs.

9. Pending the marketing and sale of any of the condominium units, the Developer shall have the right to call (at such time as the Developer, in its discretion, shall deem appropriate) and conduct the organizational meeting of the Association's membership, and shall be empowered to elect the officers and Directors of the Association to serve until the initial meeting of the members and until their successors shall have been elected and qualified.

10. The initial meeting of the members of the Association may be held, upon ten (10) days written notice given by the Developer, at any time and shall be held within sixty (60) days after nineteen (19) of the units are conveyed to an Owner other than the Developer. Such notice shall be given to the Owners at their respective addresses in the Condominium project.

11. The presence at the meeting of members entitled to cast, or of proxies entitled to cast, at least a majority of the total number of votes entitled to be cast shall constitute a quorum for any actions. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have power to adjourn the meeting from time to time without notice other than announcement at the

meeting until a quorum shall be present or represented; and at the meeting following such adjournment the quorum shall consist of one-half (1/2) of the required quorum at the preceding meeting.

12. The business and affairs of the Association shall be managed by a Board of Directors of not less than three (3) nor more than nine (9) Directors, each of whom shall be either the owner of a unit or of an interest therein, or in the event of ownership of a unit by a partnership, trustee, corporation, or other entity, a partner, trustee, officer, or other designated representative. The number of Directors may be changed by amendment of the By-Laws of the Association.

13. At the initial meeting of the Association's membership, the members shall elect one-third (1/3rd) of the number of Directors for a term of one (1) year, one-third (1/3rd) for a term of two (2) years, and one-third (1/3rd) for a term of three (3) years; and at each annual meeting thereafter, the members shall elect a Director or Directors to replace the outgoing Director or Directors. Each member entitled to vote shall cast his vote for as many persons as there are Directors to be elected.

14. This Charter may be amended by the affirmative vote of two-thirds (2/3rds) of the number of votes entitled to be cast by the members.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Mississippi, we, the undersigned, constituting the Incorporators of this Association, have executed this Charter on this 15th day of JUNE, 1976.

Michael E. McClaren  
MICHAEL E. McCLAREN  
Reece Q. Shook, Sr.  
REECE Q. SHOOK, SR.  
C. Eugene McRoberts, Jr.  
C. EUGENE McROBERTS, JR.

STATE OF MISSISSIPPI

COUNTY OF HINDS

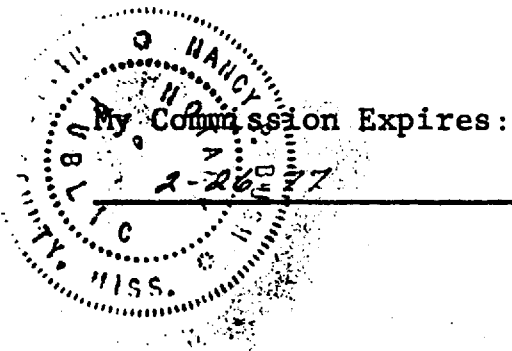
BOOK 226 PAGE 541

THIS DAY personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, MICHAEL E. McCLAREN, REECE Q. SHOOK, SR. and C. EUGENE McROBERTS, JR., who severally acknowledged that they signed, executed and delivered the foregoing The Charter of Incorporation of The Glen Condominiums, Inc. on the day and year therein mentioned.

GIVEN under my hand and official seal, this 15<sup>th</sup> day of

June, 1976.

Nancy P. Bush  
NOTARY PUBLIC



RECEIVED at the office of the Secretary of State, this  
17 day of June, A.D., 1976, together with the sum of  
\$ 20.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

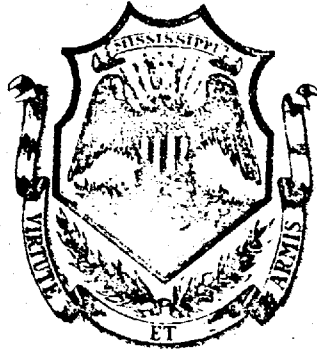
  
Secretary of State

I have examined this Charter of Incorporation and am of  
the opinion that it is not violative of the Constitution and  
laws of this State, or of the United States.

A. F. SUMMER, ATTORNEY GENERAL

By   
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

HARBOR BAPTIST CHURCH, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this the 29th day of June A. D., 1976.



*Evlyn Bandy*

LIEUTENANT AND ACTING Governor

By the Governor

*Heber Lodner*

Secretary of State

Whereas, it appears to us that in our locality there is a need for a Soul-Winning, Fundamental, Bible-Believing, Independent Baptist Church, and

Whereas, after much prayer and consideration of the will of the Living God, and

Whereas, We believe in Bible Preaching, the Verbal Inspiration of the Scriptures, the deity of Christ, His Virgin birth, the trinity of the Godhead, the Biblical account of Creation, the total depravity of man in his natural state, the blood atonement of Christ, salvation by faith, Christ's death on the cross and His bodily resurrection, the premillennial return of Christ, the person and work of the Holy Spirit, the person and work of the Devil, a literal Hell for the Lost, and a literal Heaven for the Saved, water baptism by immersion and the Lord's Supper as the two Church ordinances, the eternal security of the Believer in Christ, the local New-Testament Church with Christ as its only head, Home and World-Wide missions, the historic Christian principle of separation of Church and State as it is now stated in the Constitution of the United States of America, and

Whereas, we stand in opposition to the Devil, Modernism, Worldliness, and Formalism, and also in opposition to the ecumenical movement, and

Whereas, we also believe in the right of our Church to educate our own people and Children, and

Whereas, after the members of our church were duly called together and have met for the purpose of making this Resolution,

We, the members of the HARBOR BAPTIST CHURCH, an unincorporated association of individuals, hereby RESOLVE that it is the best interests of this association that it be forthwith incorporated as a nonprofit corporation under the law of the State of Mississippi applicable thereto, and that the following persons:

Rev. David A. Walters, 576 lowder, Jackson, Mississippi

Winston L. Eubanks, 554 Westhill Dr., Jackson, Mississippi

Derald W. Bolton, 1068 Westway, Jackson, Mississippi

are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this association to be named HARBOR BAPTIST CHURCH, INC. that they are fully empowered to do so and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the Church as may be necessary so to do.

#### CERTIFICATE

I, Mrs. Ina M. Walters, do hereby certify that I am the duly elected, qualified and acting Secretary of the HARBOR BAPTIST Church, an unincorporated association of individuals, and that the foregoing is a true and correct copy of a Resolution duly adopted at a meeting thereof held on the 27th day of June, 1976, at Harbor Baptist Church, 220 Magnolia Road, Jackson, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

Witness my signature, this the 29th day of June, 1976.

*Ina M. Walters*  
Secretary



Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

1. The corporation title of said company is: HARBOR BAPTIST CHURCH, INC.

2. The names and post office addresses of the incorporators are:  
 (The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Rev. David A. Walters	576 Lowder	Jackson,	Miss. 39209
Winston L. Eubanks	554 Westhill Dr.	Jackson,	Miss. 39209
Derald W. Bolton	1068 Westway	Jackson,	Miss. 39212

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at 220 Magnolia Rd. Jackson, Mississippi 39209  
 (Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

This corporation shall be nonprofit, and there shall not be any shares of stock issued. This organization shall be a Church.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purpose of this Church, the Harbor Baptist Church, shall be to preach the gospel of the Lord Jesus Christ as found in the Holy Bible. She shall operate financially through the freewill offerings of her members and friends. The Church alone shall determine who her members shall be, and what those members' duties shall be.

The Church shall allow one vote by each member in matters of church business.

The Church shall, as it becomes possible, extend her ministry so as to help the poor, elderly, handicapped, and those not so fortunate as the members of the church. She shall also exercise the right to educate her own members and their children as soon as she is able to render quality education.

The church shall employ such staff as shall be deemed necessary to enable her to effectively preach the gospel and accomplish her purpose.

The church shall operate all her ministries separate from the State according to the Constitution of the United States of America which guarantees the separation of Church and State.

Furthermore, this Church shall be an independent, Baptist Church, and shall have no other rule but her own. She shall be governed by NC denomination or outside body of Churches.

7.004 This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: Rev. David A. Walters  
Winston E. Eubanks  
Serald W. Bolton  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of Linds

This day personally appeared before me, the undersigned authority Rev. David A. Walters  
Winston E. Eubanks, Serald W. Bolton,

incorporators of the corporation known as the HARBOR BAPTIST CHURCH, INC.  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deeds on this the 28th day of June, 1976  
Winston E. Eubanks - Notary Public  
My Commission Expires Dec. 1, 1979

STATE OF MISSISSIPPI  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 29 day of June  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

John Palmer  
Secretary of State

Jackson, Miss., JUNE 29, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

A. F. Summer Attorney General  
By George M. Swindell Assistant Attorney General

NOTE: -In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

# State of Mississippi



Office of  
**Secretary of State**  
Jackson

*I, Heber Ladner, Secretary of State, do certify that the Charter of Incorporation hereto attached entitled the Charter of Incorporation of*

KUHLMAN ELECTRIC EMPLOYEES CREDIT UNION

*was, pursuant to the provisions of Title 21, Code of Mississippi of 1942, as amended, Recorded in the Records of Incorporations in this office, in* PHOTOSTAT BOOK, NUMBER TWO HUNDRED TWENTY SIX, PAGES 547 - 552.



*Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 30th day of June, 1976.*

*Heber Ladner*

Secretary of State

# State of Mississippi

## Department of Bank Supervision



JACKSON

*The within and foregoing Charter of Incorporation of*

KUHLMAN ELECTRIC EMPLOYEES

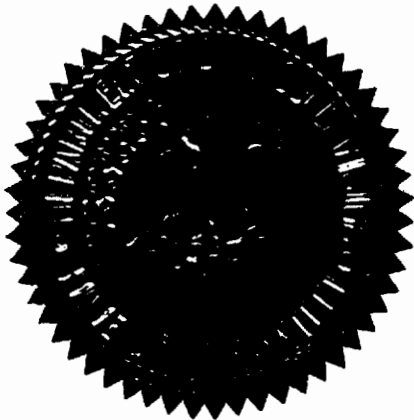
CREDIT UNION

Crystal Springs, Mississippi

*is here approved.*

*In testimony whereof, I have hereunto set my hand and caused the Seal of the Department of Bank Supervision State of Mississippi to be affixed, this*

the 28th day of June 19 76



*James H. Meand*  
STATE COMPTROLLER  
DEPARTMENT OF BANK SUPERVISION  
STATE OF MISSISSIPPI

CREDIT UNION BOARD

MEETING

June 28, 1976

BOOK 226 PAGE 549

The Credit Union Board met June 28, 1976 at 11 o'clock a. m., in the office of the State Comptroller, Department of Bank Supervision, pursuant to its call for the purpose of considering application of Kuhlman Electric Employees Credit Union of Crystal Springs, Mississippi.

The following members were present, to-wit:

Heber Ladner, Secretary of State,

Leonard West, representative of the Mississippi Credit Union League Board of Directors, appointed by the Governor to serve on the Board,

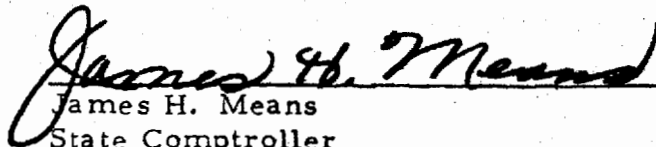
James H. Means, State Comptroller,  
Department of Bank Supervision

Also present was Rudolph Dill, from the Mississippi Credit Union League, who presented the application from the prescribed number of incorporators on behalf of the employees and families of Kuhlman Electric Company.

It was the consensus of those present that the foregoing credit union should be operating successfully, efficiently and profitably within a three-year period; if, however, the Credit Union is not operating successfully, profitably and efficiently in that period of time, the members of the Credit Union should voluntarily vote to dissolve the organization. It was also the consensus of the Board members present that immediately upon organization, the Kuhlman Electric Employees Credit Union Board should make application to the National Credit Union Administration for share insurance.

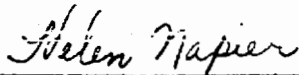
With the foregoing provisions, the Charter was without objection approved by the Credit Union Board, State of Mississippi.

On motion duly made and carried, the meeting was adjourned subject to call.



James H. Means  
State Comptroller  
Department of Bank Supervision  
State of Mississippi

Attest:



Mrs. Helen Napier

WE, THE UNDERSIGNED, Residents of the State of MISSISSIPPI

do hereby apply for permission to organize a Credit Union for the purposes indicated in and in accordance with the provisions of Chapter No. 5 of the Mississippi Code 1942; and do hereby bind ourselves to comply therewith and with all the laws, rules and regulations applicable to credit unions in the State of MISSISSIPPI; and hereby certify as follows:

1. The name of the proposed credit union, (which shall contain the words "Credit Union" as a part of the corporate name), is the KUHLMAN ELECTRIC EMPLOYEES CREDIT UNION, and the principal office of the credit union shall be at 198 Porter Street, Crystal Springs, Mississippi 39059.

2. The names and addresses of the subscribers to these Articles of Incorporation, and the number of shares subscribed by each are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES SUBSCRIBED</u>
DENNIS E. SMITH	Box 427 Crystal Springs, Miss.	4
SHERMAN BERRY	Box 3011 Crystal Springs Miss	1
Robert Earl Weld	220 McPherson Crystal Springs Miss	5
ROBERT L. JONES	RT 2 Box 471 Crystal Springs Miss	5
Everett Bailey	111 West St Crystal Springs Miss	1
Darcelle Jones	R 1 Box 264 C. S. Miss	4
RICHARD B. KNIGHT	406 SUSANNE ST CRYSTAL SPRINGS	5
JAMES D. BURKETT	228 BENNETT ST. CRYSTAL SPRINGS	5

3. The par value of the shares shall be five dollars per share (not to exceed ten dollars.) This has reference to Chapter 5, Title 21, Code of 1942, and all amendments thereto.

4. That the association and its members will comply with all the laws, rules and regulations applicable to credit unions.

IN WITNESS WHEREOF, we have made, signed and acknowledged these Articles of Incorporation in duplicate, this 17th day of May

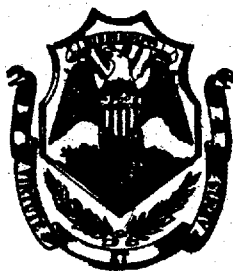
19 76.

Dennis E. Smith  
Sherman Berry  
Robert Earl Weld  
Robert L. Jones  
Everett Bailey  
Darcelle Jones  
Richard B. Knight  
James D. Burkett





# State of Mississippi

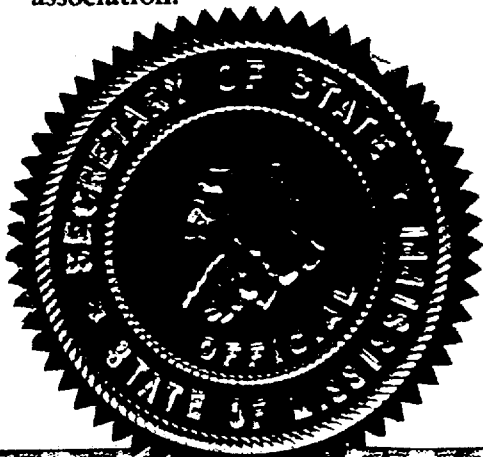


Office of Secretary of State  
Jackson

I, HEBER LADNER, Secretary of State of the State of Mississippi, do hereby certify  
that the MERGER OF RINGGOLD FARMERS CO-OP INTO:

CLOVERLEAF COOPERATIVE (AAL)

hereto attached, together with a duplicate thereof, were pursuant to the provisions  
of Chapter 5, Title 19, Code of Mississippi of 1942, and amendments thereto, filed  
in my office this the 1st day of July, 1976, and  
one copy thereof recorded in this office in Record of Incorporations Photostat Book  
No. 226, at pages 553 - 560, and the other copy thereof returned to said  
association.

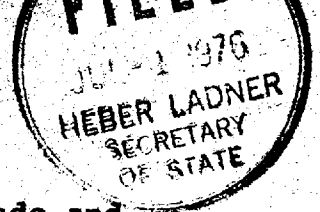


Given under my hand and Seal of office  
hereunto affixed this 1st day of

July, 1976

*Heber Ladner*

Secretary of State.

ARTICLES AND AGREEMENT OF MERGER

THESE ARTICLES AND AGREEMENT OF MERGER made and entered into effective as of the commencement of business on July 1, 1976, by and between the following merging corporations, namely:

CLOVERLEAF COOPERATIVE (AAL) (hereinafter referred to as "Cloverleaf"), a Mississippi corporation organized, chartered and existing under the Agricultural Association Law of the State of Mississippi, with its principal office and domicile situated at 414 North Street, Jackson, Hinds County, Mississippi, but authorized to do and doing business in the State of Louisiana, having filed in the office of the Secretary of State of the State of Louisiana a certified copy of its Articles of Incorporation and having appointed Leland D. Stacks, Route 2, Box 40, LeCompte, Rapides Parish, Louisiana, as its registered agent and having designated 2107 North 7th Street, West Monroe, Louisiana as the principal office of Cloverleaf in the State of Louisiana;

and

RINGGOLD FARMERS CO-OP (hereinafter referred to as "Ringgold"), a cooperative association domiciled at Ringgold, Bienville Parish, Louisiana, and organized and existing under the laws of the State of Louisiana, and particularly R. S. 3:131 through R. S. 3:149;

WITNESSETH THAT:

WHEREAS, at a meeting of the Board of Directors of Cloverleaf duly called and held on May 18, 1976, at which meeting four of the five directors were present in person, a resolution was adopted by the unanimous vote of the directors in attendance at the meeting approving the Plan of Merger hereinafter set forth in full and such Plan of Merger was made a part of the minutes of said meeting and thereafter executed by and on behalf of Cloverleaf in the manner required by law; and

WHEREAS, at a meeting of the Board of Directors of Ringgold duly called and held on May 25, 1976, at which meeting six of the seven directors were present in person, a resolution was adopted by the unanimous vote of all directors in attendance at the meeting approving the Plan of Merger hereinafter set forth in full, and such Plan of Merger was made a part of the minutes of said meeting and thereafter executed by and on behalf of

WHEREAS, the aforesaid resolution adopted by the Board of Directors of Cloverleaf on May 18, 1976, directed that a special meeting of stockholders of Cloverleaf should be called and held on the 28th day of June, 1976, to consider and act upon the proposed Plan of Merger, and due and proper written notice of said meeting was given in compliance with law more than twenty days in advance of the meeting to each stockholder of Cloverleaf and a full, true and exact copy of the Plan of Merger, as hereinafter set forth, was sent to each stockholder of Cloverleaf with the notice of said meeting; and

WHEREAS, the aforesaid resolution adopted by the Board of Directors of Ringgold on May 18, 1976, directed that a special meeting of stockholders of Ringgold be called and held on the 25th day of June, 1976, to consider and act upon the proposed Plan of Merger, and due and proper written notice of said meeting was given in compliance with law more than twenty days in advance of the meeting to each stockholder of Ringgold and a full, true and exact copy of the Plan of Merger, as hereinafter set forth, was sent to each stockholder of Cloverleaf with the notice of said meeting; and

WHEREAS, pursuant to the aforesaid notice thereof, the special meeting of stockholders of Ringgold was duly held on June 25, 1976, and at the time of such meeting the total issued and outstanding stock of Ringgold entitled to vote at the meeting consisted of: (a) 142 shares of common stock, of which number 99 shares were voted in favor of the Plan of Merger and 2 shares were voted against the Plan of Merger, and (b) 1 shares of preferred stock, of which number 1 shares were voted in favor of the Plan of Merger and 0 shares were voted against the Plan of Merger; and

WHEREAS, pursuant to the aforesaid notice thereof, the special meeting of stockholders of Cloverleaf was duly held on June 28, 1976, and at the time of such meeting the total issued and outstanding stock of Cloverleaf entitled to vote at

the meeting consisted of 11,314 shares of common stock, of which number 10,000 shares were voted in favor of the Plan of Merger and -0- shares were voted against the Plan of Merger; and

WHEREAS, the Plan of Merger, as hereinafter set forth, was declared to have been approved by more than two-thirds of each class of the issued and outstanding shares of Ringgold entitled to vote, and the undersigned officers of Ringgold were duly authorized to do all acts and things necessary or incidental to the full consummation of the Plan of Merger as hereinafter set forth, including the execution of these Articles and Agreement of Merger; and

WHEREAS, the Plan of Merger, as hereinafter set forth, was declared to have been approved by more than two-thirds of the issued and outstanding stock of Cloverleaf entitled to vote and the undersigned officers of Cloverleaf were duly authorized to do all acts and things necessary or incidental to the full consummation of the Plan of Merger as hereinafter set forth, including the execution of these Articles and Agreement of Merger.

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS that all things prerequisite to the consummation of the Plan of Merger having been done and performed in compliance with the laws of the States of Mississippi and Louisiana, under which laws the merging corporations exist, Cloverleaf and Ringgold do, by the execution of these Articles and Agreement of Merger, consummate the Plan of Merger upon and according to the following terms and provisions, to-wit:

1. Effective as of the commencement of business on July 1, 1976, Ringgold shall be merged into Cloverleaf, and, by virtue of such merger, Ringgold shall cease to exist and Cloverleaf shall be the surviving corporation. The Articles of Incorporation and Association and the By-Laws of Cloverleaf as presently in force and effect shall be the Articles of Incorporation and Association and the By-Laws of the surviving

corporation; and the Board of Directors and officers of Cloverleaf, as presently composed, shall be the directors and officers of the surviving corporation. Tommy Rasberry, presently Manager of the business of Ringgold, shall continue as Manager of the business which Cloverleaf shall conduct and operate from the present farm supply store building of Ringgold.

2. Effective as of the commencement of business on July 1, 1976, the owners and holders of the issued and outstanding stock of Ringgold and the owners and holders of the book or equity credits of Ringgold shall surrender for cancellation all of the stock and book or equity credits owned and held by them in exchange for the stock and book or equity credits of Cloverleaf of a total par or face amount equal to the net worth of Ringgold as of the close of business on June 30, 1976, which exchange shall be effected in the following manner:

(a) Exchange of Stock: Each stockholder of Ringgold, both common and preferred, shall surrender for cancellation all of the shares of stock of Ringgold held by such stockholder, and Cloverleaf shall issue to each such stockholder shares of the common capital stock of Cloverleaf of a par value equal to the par value of the shares of Ringgold surrendered by such stockholder.

(b) Book or Equity Credits: The net worth of Ringgold shall be determined as of the close of business on June 30, 1976, in accordance with sound accounting principles and after making provision for the payment of income taxes and the declaration and payment of patronage dividends of Ringgold for its fiscal year ending on said date, with twenty percent (20%) of such patronage dividend to be paid in cash. Such determination of the net worth of Ringgold shall be made as soon as practical following June 30, 1976, and when the determination of the net worth of Ringgold has been made in the manner aforesaid, the amount, if any, by which the net worth of Ringgold exceeds the par value of the shares of Ringgold surrendered in exchange for the shares of Cloverleaf, shall, effective as of July 1, 1976, be set up as book or equity credits on the books of Cloverleaf and shall be allocated or credited to the equity accounts of those who owned the book or equity credits of Ringgold and in the same proportions. It is expressly understood and agreed that in the event it is determined that Ringgold has a deficit net worth or a net worth which is not in excess of the par value of the stock of Cloverleaf issued to the stockholders of Ringgold as aforesaid, that Cloverleaf shall not be required or expected to issue any book or equity credits to the holders of the book or equity credits of Ringgold; it being the intention of the parties hereto that the owners and holders of the stock or equity credits of Ringgold shall be accorded the same treatment and shall receive property of the same value that they would have received had Ringgold been liquidated as of the close of business on June 30, 1976, and had received book value for all its assets as a result of such liquidation.

3. As a result of the merger herein provided for, Cloverleaf, as the surviving corporation, shall possess all the rights, privileges, immunities and franchises, as well of a public as of a private nature, of each of the merging corporations; and all property, real, personal and mixed, and all debts due on whatever account, and all other choses in action, and all and every other interest of or belonging to or due to each of the corporations so merged shall be taken and deemed to be transferred to and vested in Cloverleaf, as the surviving corporation, without further act or deed; and the title to any real estate or any interest therein, vested in either of said merging corporations, shall not revert or be in any way impaired by reason of such merger. Cloverleaf, as the surviving corporation, shall thenceforth be responsible and liable for all the liabilities of each of the merging corporations; and any claim existing or action or proceeding by or against either of said merging corporations may be prosecuted as if such merger had not taken place; and neither the rights of creditors nor liens upon the property of either of the merging corporations shall be impaired by such merger.

IN TESTIMONY WHEREOF, the parties hereto, acting by and through their duly authorized officers, have executed these Articles and Agreement of Merger in quadruplicate original on the dates set forth in their respective verifications below.

CLOVERLEAF COOPERATIVE (AAL)

BY: *[Signature]*  
Its President

ATTEST: *[Signature]*  
Secretary

RINGGOLD FARMERS CO-OP

BY: *[Signature]*  
Its President

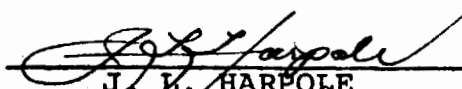
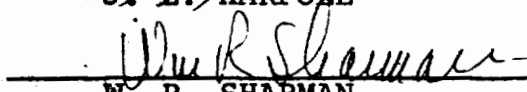
ATTEST: *[Signature]*  
Secretary

STATE OF MISSISSIPPI

BOOK 226 PAGE 559

COUNTY OF HINDS

Personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, J. L. HARPOLE and W. R. SHARMAN, who being by me first duly sworn on their oath stated that they are respectively the President and Secretary of Cloverleaf Cooperative (AAL), and that they have this day signed and delivered the above and foregoing Articles and Agreement of Merger for and on behalf of Cloverleaf Cooperative (AAL), having been first duly authorized so to do, and who further stated on oath that all of the matters and things alleged and contained in said Articles and Agreement of Merger are true and correct as therein stated according to the best of their knowledge, information and belief.

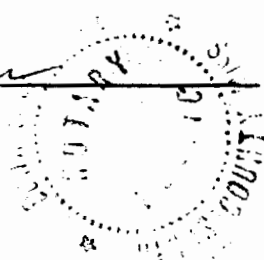
  
 J. L. HARPOLE  
  
 W. R. SHARMAN

SWORN to and subscribed before me, this the 28th day of June, 1976.

  
 NOTARY PUBLIC

My Commission Expires:

My Commission Expires Sept. 10, 1978



STATE OF LOUISIANA

PARISH OF BIENVILLE

Personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, PHILLIP COOK and TOMMY RASBERRY, who being by me first duly sworn on their oath stated that they are respectively the President and Secretary of Ringgold Farmers Co-op, and that they have this day signed and delivered the above and foregoing Articles and Agreement of Merger for and on behalf of Ringgold Farmers Co-op, having been first duly authorized so to do, and who further say on oath that all of the matters and things set forth and contained in the

above and foregoing Articles and Agreement of Merger are true and correct as therein stated according to the best of their knowledge, information and belief.

*Phillip Cook*  
\_\_\_\_\_

PHILLIP COOK

*Tommy Raspberry*  
\_\_\_\_\_

TOMMY RASBERRY

SWORN to and subscribed before me and the undersigned witnesses on this the 24 day of June, 1976.

WITNESSES:

*L. D. Stacks*  
\_\_\_\_\_

*David M. Reynolds*  
\_\_\_\_\_

*[Signature]*  
\_\_\_\_\_

NOTARY PUBLIC

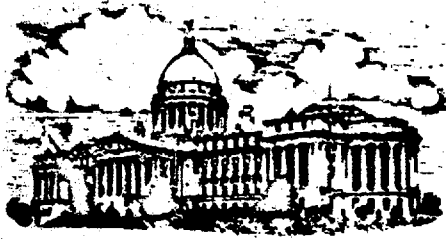
My Commission Expires 4/22/80 Death





# State of Mississippi

EXECUTIVE



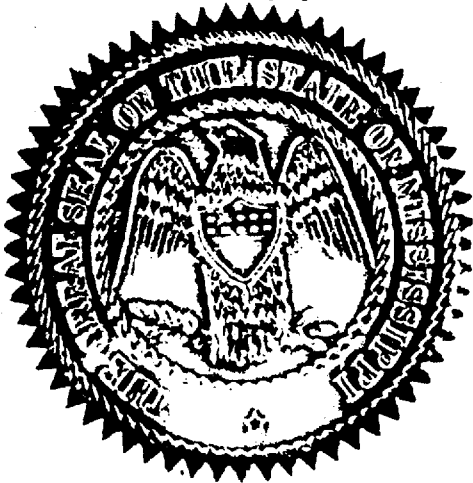
OFFICE

Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of*

PINE VALLEY COMMUNITY RECREATION CENTER, INC.

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 1st day of July, 1976.*

*Calvin Fitch*

Governor.

*Attest:*

*Heber Ladner*

Secretary of State.

MINUTES OF REGULAR MEETING  
OF  
PINE VALLEY COMMUNITY RECREATION CENTER

The regular meeting of the Pine Valley Community Recreation Center was held at the Recreation Center, 111 Butler Street, Brandon, Mississippi, on the 28th. day of April, 1976, with all the officers and directors present and a quorum of the membership present.

The meeting was called to order by the President. A song was sung and prayer offered. The President then announced the house open for business.

First, it was announced that we needed to elect a Secretary to act in the absence of Mr. David Anderson for his unexpired term, 1975-76. A motion was made by Annie Mae Love that Mrs. Ruby Hawthorne fill the unexpired term as Secretary, the motion was seconded by Samuel Tolible, a vote was taken, duly passed and Mrs. Ruby Hawthorne was unanimously voted to fill the unexpired term of David Anderson as Secretary.

Second, there came on the business of amending the Articles of Incorporation of Pine Valley Community Recreation Center, to comply with the provisions of Section 79-11-9. The corporation to be amended to include a provision for the distribution of assets upon dissolution, and to limit powers to those within the scope of Section 501(c) (3) of the Income Tax Regulations. A motion was made by Annie Mae Love, duly seconded by Ruby Hawthorne, voted and duly passed unanimously. The following Resolution was adopted:

"RESOLVED, that the President of Pine Valley Community Recreation Center file with the Secretary of State, State of Mississippi, Articles of Amendment to the Articles of Incorporation of Pine Valley Community Recreation Center, setting forth the provisions of Section 79-11-9, Mississippi Code of 1972, as follows:

First: The corporation is amended to include a proper provision for the distribution of assets upon dissolution, and to limit powers to those within the scope of Section 501(c)(3) of the Income Tax Regulations as follows:

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170 (c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local government for exclusive public purpose.

Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under section 501 (c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Revenue Law or (b) a corporation contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code of 1954 or any other

corresponding provision of any future United States Internal Revenue Law."

There being no further business the meeting adjourned.

Ruby Hawthorne  
SECRETARY

RUBY HAWTHORNE

STATE OF MISSISSIPPI

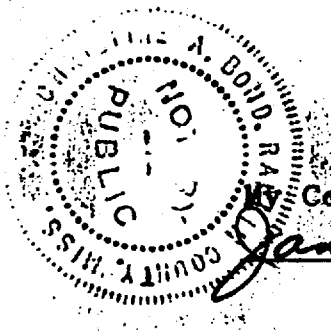
COUNTY OF RANKIN

PERSONALLY appeared before me, the undersigned authority in and for the County and State aforesaid the within named Ruby Hawthorne, who, being by me first duly sworn on her oath stated that the above is a true and correct copy of the minutes of the meeting held by Pine Valley Community Recreation Center on April 28, 1976.

Ruby Hawthorne  
RUBY HAWTHORNE

SWORN TO AND SUBSCRIBED before me, this the 1st day of July, 1976.

Christina G. Bond  
NOTARY PUBLIC



My Commission Expires:

January 12, 1977

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OF  
PINE VALLEY COMMUNITY RECREATION CENTER

---

Pursuant to the provisions of Section 79-11-9, Mississippi Code of 1972, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

First: The corporation is amended to include a proper provision for the distribution of assets upon dissolution, and to limit powers to those within the scope of Section 501(c)(3) of the Income Tax Regulations, as follows:

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local government for exclusive public purpose.

Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income tax under section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Revenue Law or (b) a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

Second: The following amendment of the Articles of Incorporation was adopted by the members of the corporation on April 28, 1976, at a regular meeting of the members of the corporation at Brandon, Mississippi.

(amendment set forth above)

DATED: This the 22nd day of June, 1976.

PINE VALLEY COMMUNITY RECREATION CENTER

By: Orna Szibell  
President

STATE OF MISSISSIPPI  
COUNTY OF RANKIN

THIS DAY personally appeared before me, the undersigned authority, in and for the county and state aforesaid the within named, President of Pine Valley Community Recreation Center, who acknowledges that she signed and executed the above and foregoing Articles of Amendment to the Articles of

Incorporation of Pine Valley Community Recreation Center  
on this the 22nd day of June, 1976.

Mr. Dean Rhodes  
NOTARY PUBLIC

My Commission Expires:  
By Commission Expires January 1, 1980

By: C. Acemont



Received at the office of the Secretary of State, this the 1st day of July

A. D., 1976, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*John Palmer*

SECRETARY OF STATE.

Jackson, Miss.,

July 1, 1976

I have examined this amendment to the Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

*A. F. Summer*  
ATTORNEY GENERAL.

By *George M. Summitt*  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of*

FORREST COUNTY HUMANE SOCIETY

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 1st day of July A. D., 1976.*

*Attest:*

*Heber Ladner*

*Secretary of State.*

*Cliff Fitch*

*Governor.*

RESOLUTION

"RESOLVED, that the Articles of Incorporation of the Forrest County Humane Society be amended by adding the following language to an amended Article IV to the Articles of Incorporation, which shall read as follows:

Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under section 501(c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law or (b) a corporation contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law."

Be it further Resolved, that this resolution be forwarded to the appropriate agency of the State of Mississippi to be added to the Articles of Incorporation of the Forrest County Humane Society.

*Betty J. Harrington*  
Betty J. Harrington  
Secretary

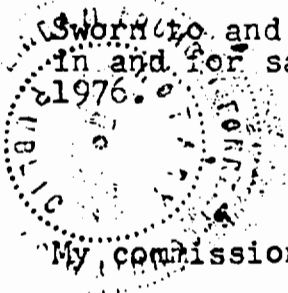
ATTEST:

*John Allen Murphy*  
John Allen Murphy  
President

I certify that the above resolution was adopted by the membership of the Forrest County Humane Society at it's regular meeting, a quorum being present, on January 12, 1976.

*Betty J. Harrington*  
Betty J. Harrington  
Secretary

STATE OF MISSISSIPPI  
COUNTY OF FORREST



Sworn to and subscribed to before me, the undersigned authority in and for said County and State on this the 28th day of June, 1976.

*Mrs. Linda M. Pouncey*  
Notary Public

My commission expires 4/22/78.



AMENDMENT TO THE ARTICLES OF INCORPORATION OF  
FORREST COUNTY HUMANE SOCIETY  
HATTIESBURG, MISSISSIPPI

TO BE ADDED TO ARTICLE IV OF THE ARTICLES OF INCORPORATION:

"In the event of dissolution the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organization described in section 501(c) (3) and 170(c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State or Local Government for exclusive public purpose.

*Betty J. Harrington*  
Secretary

I certify that the above amendment to the Articles of Incorporation of the Forrest County Humane Society was adopted by the membership of the Forrest County Humane Society at their meeting on January 12, 1976, all members of the Board being present and voting.

*Betty J. Harrington*  
Secretary

Sworn to and subscribed to before me, the undersigned authority in and for said County and State on this the 17th day of June, 1976.

STATE OF MISSISSIPPI  
COUNTY OF FORREST



Commission Expires: 6/22/78

*Mrs. Linda M. Pouncey*  
Notary Public

Received at the office of the Secretary of State, this the 18<sup>th</sup> day of June

A. D., 1976, together with the sum of \$10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert Palmer  
SECRETARY OF STATE.

Jackson, Miss.,

JUNE 30, 1976

I have examined this AMENDMENT of the Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. F. Sumner  
ATTORNEY GENERAL.

By George W. Linnick  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of*

MANY TRIBES, INCORPORATED

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 1st day of July A. D., 1976.*

Attest:

*Heber Ladner*  
Secretary of State

*Calvin Finch*

Governor

ARTICLES OF AMENDMENT TO THE  
CHARTER OF INCORPORATION  
OF  
MANY TRIBES, INCORPORATED

Pursuant to the provisions of Section 79-11-9, Mississippi Code of 1972, the undersigned corporation adopts the following Articles of Amendment to its Charter of Incorporation.

First: The corporation is amended to obtain tax exemption, pursuant to Internal Revenue Service regulations.

Second: The following Amendment of the Charter of Incorporation was adopted by the members of the Council of MANY TRIBES, INCORPORATED, on June 14, 1976, at a regular meeting of the members of the Council of the corporation, at Pascagoula, Mississippi:

Amend Article 6 to delete: "To buy, sell, trade, manufacture, deal in, and deal with goods, wares, and merchandise of every kind and nature".

Amend Article 6 to delete: "build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal, or mixed, tangible or intangible, wherever situated and however held, so long as such activities are nonprofit in nature, and designed to accomplish charitable and civic improvement objectives".

Amend Article 6 to delete: "To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing nonprofit purposes, to improve the interests of this corporation".

Amend Article 6 to add: "...alter, fabricate, and assemble property of every kind and character" (underlined portions added).

Amend Article 6 to add: "In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local government for exclusive public purpose."

Amend Article 6 to add: "Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law."

DATED: This the 15th day of June, 1976.

SIGNED: MANY TRIBES, INCORPORATED

By: *Effie Martine*  
EFFIE MARTINE, Secretary

STATE OF MISSISSIPPI

COUNTY OF JACKSON

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, EFFIE MARTINE, Secretary of MANY TRIBES, INCORPORATED, a nonprofit corporation, who acknowledges that she signed and executed the above and foregoing Articles of Amendment to the Charter of Incorporation of MANY TRIBES, INCORPORATED, on this the 15th day of June, 1976.

*Charles A. Pitcher*  
NOTARY PUBLIC

My Commission Expires July 10, 1976



R E S O L U T I O N

Resolution of the Council of MANY TRIBES, INCORPORATED, amending its Charter of Incorporation to obtain tax exemption, pursuant to Internal Revenue Service regulations.

BE IT RESOLVED by the members of the Council of MANY TRIBES, INCORPORATED, that the Charter of Incorporation of MANY TRIBES, INCORPORATED, a nonprofit corporation, chartered pursuant to the statutory provisions in the State of Mississippi, does amend its Charter of Incorporation, in the following manner:

Amend Article 6 of the Charter of Incorporation of Many Tribes, Incorporated, deleting "To buy, sell, trade, manufacture, deal in, and deal with goods, wares, and merchandise of every kind and nature".

Further, to amend Article 6 of the Charter of Incorporation of Many Tribes, Incorporated, to delete "build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal, or mixed, tangible or intangible, wherever situated and however held, so long as such activities are nonprofit in nature, and designed to accomplish charitable and civic improvement objectives".

Further, to amend Article 6 of the Charter of Incorporation of Many Tribes, Incorporated, to delete "To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing nonprofit purposes, to improve the interests of this corporation".

And, further, to amend Article 6 of the Charter of Incorporation of Many Tribes, Incorporated, to add the following:

"...alter, fabricate, and assemble property of every kind and character" (underlined portions added).

And further, to amend Article 6 of the Charter of Incorporation of Many Tribes, Incorporated, to add "In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local government for exclusive public purpose."

And, further, to amend Article 6 of the Charter of Incorporation of Many Tribes, Incorporated, to add "Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law."

CERTIFICATE

I, EFFIE MARTINE, do hereby certify that I am the duly elected and qualified Secretary of MANY TRIBES, INCORPORATED, a nonprofit corporation, and that the foregoing is a true and correct copy of the Resolution, duly and properly adopted, at a meeting thereof, held on the 14th day of June, 1976, at Pascagoula, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

WITNESS MY SIGNATURE, this the 15th day of June, 1976.



*Effie Martine*  
 \_\_\_\_\_  
 EFFIE MARTINE, Secretary

Received at the office of the Secretary of State, this the 25<sup>th</sup> day of June

A. D., 1976, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hebert Palmer  
SECRETARY OF STATE

Jackson, Miss.,

JUNE 28, 1976

I have examined this AMENDMENT to THE Charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

A. F. Summer  
ATTORNEY GENERAL

By George M. Simms  
Assistant Attorney General



# State of Mississippi

EXECUTIVE



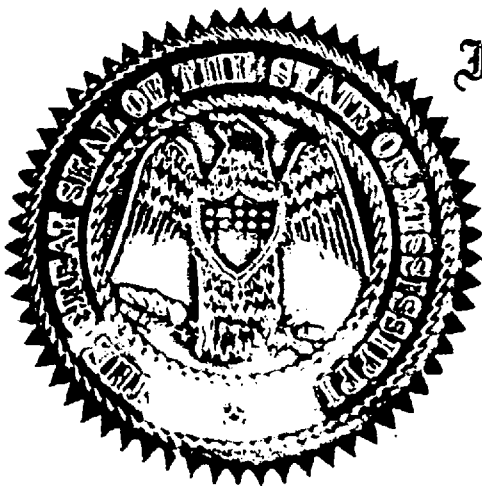
OFFICE

Jackson

*The within and foregoing Amendment to the  
Charter of Incorporation of*

EVANGELISTIC TEMPLE HOMES, INCORPORATED

*is hereby approved.*



*In Testimony Whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be  
affixed, this the 1st day of July A.D., 1976.*

*Calvin Fitch*

Governor.

Attest:

*Heber Ludner*  
Secretary of State.

## RESOLUTION TO AMEND ARTICLES OF INCORPORATION

The undersigned, President of Evangelist Temple Homes, Incorporated, a Mississippi non-profit corporation, hereby certifies that a special meeting of the membership, duly called and held at 1311 Oak Park Drive, in the City of Jackson, First Judicial District of Hinds County, Mississippi, on the 6th day of June, 1976, the following resolutions were adopted by unanimous vote of the membership of the corporation:

BE IT RESOLVED that Article VI of the Charter of incorporation be amended by deleting the present language in Subsection (d) thereof and substituting the following:

(d) In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State or Local government for exclusive public purpose.

BE IT FURTHER RESOLVED that the following amendment should be added as Subsection (e) of Article VI:

(e) Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

WITNESS MY SIGNATURE on this the 6th day of June, 1976.

  
S. R. CHAMBERS, President

## CERTIFICATE

This is to certify that the above resolution was adopted at a special meeting of the membership of Evangelist Temple Homes, Incorporated, a non-profit corporation, on June 6, 1976, at a meeting duly called.

  
S. R. CHAMBERS, President

## AMENDMENTS OF CHARTER OF INCORPORATION

The charter of the incorporation of the Evangelistic Temple Homes, Incorporated is amended to read as follows:

ARTICLE VI, SUBSECTION (d): In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or Local government for exclusive public purpose.

ARTICLE VI, SUBSECTION (e): Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law, or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

S. R. Chambers  
S. R. CHAMBERS, President

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

COUNTY OF HINDS

THIS DAY personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, S. R. Chambers, personally known to me to be the President of the Evangelist Temple Homes, Incorporated, who acknowledged that he signed the above and foregoing amendment to the charter of incorporation as his act and deed, having been first duly authorized so to do, on this the 6th day of June, 1976.

Mary Elsie Gordon (Young)  
NOTARY PUBLIC

My Commission Expires:

August 7, 1979

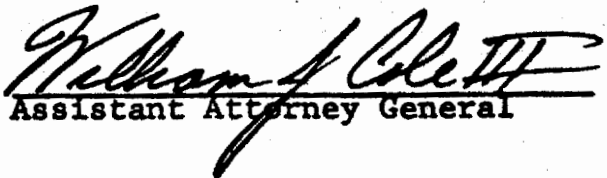


Received at the Office of the Secretary of State, this the 1<sup>st</sup> day of July, 1976, together with the sum of Ten Dollars deposited to cover the recording fee and referred to the Attorney General for his opinion.

  
SECRETARY OF STATE

On this 1<sup>st</sup> day of July, 1976, I have examined this amendment to the Charter of Incorporation of Evangelist Temple Homes, Incorporated, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

ATTORNEY GENERAL OF THE STATE  
OF MISSISSIPPI

By   
Assistant Attorney General

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

PHILADELPHIA BAPTIST CHURCH CEMETERY ASSOCIATION

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 1st day of July A. D., 1976.



*Calvin T. Tucker*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State

STATE OF MISSISSIPPI  
COUNTY OF LINCOLN

BE IT KNOWN that at a meeting of the Philadelphia Baptist Church in Lincoln County, Mississippi on May 23, 1976, the following resolution was duly made, seconded and adopted:

"RESOLVED, that the Philadelphia Baptist Church Cemetery Association authorizes William D. Ware, Merrill M. Ferguson and Mrs. Alma S. Durr, three adult members of this association, who are residents of Lincoln County, State of Mississippi, to apply to the Secretary of State of the State of Mississippi for a Charter of Incorporation for the Philadelphia Baptist Church Cemetery Association as a non-profit, non-share corporation."

The undersigned, Secretary of the Philadelphia Baptist Church Cemetery Association, hereby certify that the foregoing is a true and correct copy of the resolution of the Philadelphia Baptist Church Cemetery Association adopted at the meeting of May 23, 1976 and is a true and correct copy of same as it now appears in the minutes of the Philadelphia Baptist Church Cemetery Association, which was a duly called meeting of said Association.

WITNESS my hand this the 27th day of May, A. D. 1976.

*Mrs. William D. Ware*  
Mrs. William D. Ware, Secretary  
Philadelphia Baptist Church  
Cemetery Association

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

1. The corporation title of said company is: **Philadelphia Baptist Church Cemetery Association**

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
William D. Ware	Route 3, Box 163	Brookhaven	Ms.
Merrill M. Ferguson	Route 1	Wesson	Ms.
Mrs. Alma S. Durr	Route 1	Wesson	Ms.

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at Route 1 Wesson Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 79-11-1, Code of Mississippi of 1972, and amendments thereto.)

The Philadelphia Baptist Church Cemetery Association is a non-profit Corporation, and no shares of stock shall be issued. Said corporation is a Cemetery Association.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

1. To improve, maintain, keep, beautify, operate and control now and forever the cemetery and adjoining church grounds located at Philadelphia Baptist Church in Lincoln County, Mississippi.
2. To receive and use any money or trust estates donated, bequeathed or devised to the Philadelphia Baptist Church Association for the improvement, beautification, operation and maintenance of said cemetery and grounds.
3. To do and perform any and all acts and things necessary, desirable, convenient and incidental to the exercise and attainment of the object and purpose hereinabove set out or any part thereof not contrary to law.
4. The rights and powers enumerated herein are separate and distinct and the exercise of anyone or more of them shall not be construed as a waiver of the exercise of other rights and powers stipulated herein.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: William D. Ware  
Merrill M. Ferguson  
Alma S. Durr  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

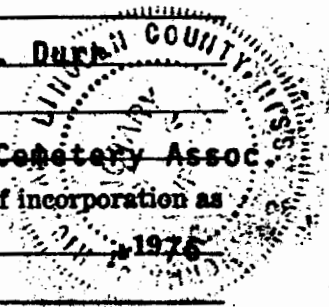
STATE OF MISSISSIPPI }  
County of LINCOLN

This day personally appeared before me, the undersigned authority William D. Ware, Merrill M. Ferguson, Mrs. Alma S. Durr

incorporators of the corporation known as the Philadelphia Baptist Church Cemetery Assoc. who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as

(his) (their) act and deeds on this the 27th day of May

My commission expires: 8-7-78 Norman J. Hickman  
NOTARY PUBLIC



STATE OF MISSISSIPPI }  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_ who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 29 day of June A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner  
Secretary of State

Jackson, Miss., JUNE 30, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

A.F. Sumner Attorney General  
By George M. Swindell Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

AMERICAN CYCLING ASSOCIATION, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 1st day of July A. D., 1976.



*Calvin T. Tucker*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State

RESOLUTION

By these presents of June 15, 1976, the membership of American Cycling Association voted and directed that Articles of Incorporation for a non-profit corporation be prepared and filed with the Secretary of State of Mississippi. All present members are adult residents of Mississippi.

Secretary of Membership of American Cycling Association

T. M. Myers  
T. M. Myers  
107 Barron Street  
Petal, Mississippi

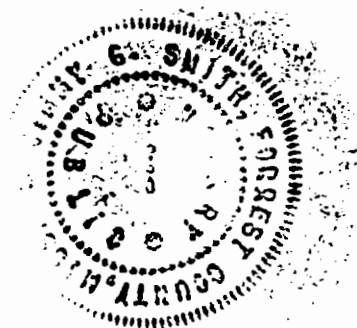
Acknowledgement

State of Mississippi  
County of Forrest

Date 6-15-76

Notary Jimmy D. Smith

SEAL



Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

1. The corporation title of said company is: American Cycling Association, Inc.

2. The names and post office addresses of the incorporators are:  
 (The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
T.M. Myers	107 Barron Street	Petal, Mississippi	
R.M. Myers	107 Barron Street	Petal, Mississippi	
Larry R. Bourne	Lot 10 Dixie Avenue	Petal, Mississippi	

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at 107 Barron St. Petal, Mississippi  
 (Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled, (Revised) Code of Mississippi of 1942, and amendments thereto.) Founded for purposes of civic improvement.

This shall be a non-profit membership corporation. No shares of stock shall be issued, no dividends or profits divided among its members or officers and the election of officers shall be by vote of each member. All proceeds from membership fees shall be used to provide Association services to members, among which shall include emergency member identification services for accident and theft safeguards, rewards for recovery of members property, registration of members bicycles, bicycle skill-building educational aids, safety awareness and the on-going research and development of techniques and products that lead to improvements of all present and future services.

5. Period of existence shall be perpetual.  
 Perpetual

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

This non-profit corporation is formed for the purpose of serving it's bicyclist membership by developing and promoting the general improvement and welfare of bicycling as a sport, a recreational past-time and personal mode of transportation with special emphasis on bicycle theft safeguards, rider skill building educational aids, safety awareness and the research and development of techniques, products, etc that lead to improvements of these services.

As a non-profit corporate entity, to have the rights to rent, lease, buy, own, and sell real estate, office equipment and necessary services and supplies needed to operate a business, to borrow money for necessary purposes of business operation, security and development and the delivery of vital services to and for planned and developing membership services and obligations. To enlist members and service membership on an annual basis by charging a fee to each member for each bicycle registered.

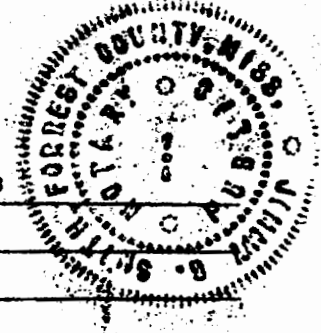
7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: J. M. Myers  
Rodney M. Myers  
Larry R. Bourne  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI }  
County of Forrest



This day personally appeared before me, the undersigned authority T.M. Myers  
Rodney M. Myers, Larry R. Bourne,  
\_\_\_\_\_, \_\_\_\_\_

incorporators of the corporation known as the American Cycling Association  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deeds on this the 15<sup>th</sup> day of JUNE, 1976  
Jimmy D. Smith

STATE OF MISSISSIPPI }  
County of Forrest

This day personally appeared before me, the undersigned authority \_\_\_\_\_  
\_\_\_\_\_, \_\_\_\_\_  
\_\_\_\_\_, \_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 17 day of June  
A.D., 1976, together with the sum of \$ 20<sup>00</sup> deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.  
Heber Ladner  
Secretary of State

Jackson, Miss., JUNE 28, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

A.F. Sumner Attorney General  
By George M. Sumrell Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MID-DELTA NURSES REGISTRY, INC.

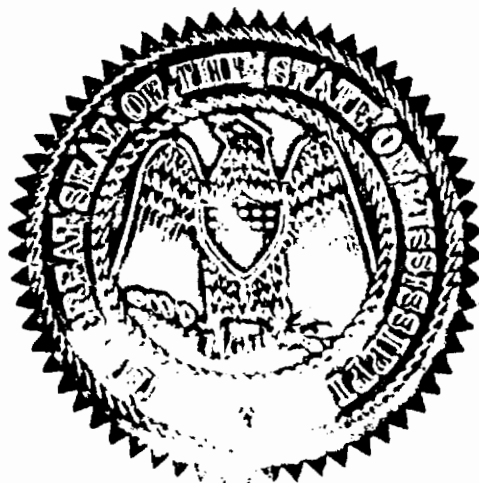
is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 1st day of July A. D., 1976.

*Calvin Finch*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State



MINUTES OF A SPECIALLY-CALLED MEETING OF  
MID-DELTA NURSES REGISTRY, AN UNINCORPORATED ASSOCIATION

The following are the Minutes of a Specialy-called Meeting of the Mid-Delta Nurses Registry, an unincorporated association, held, pursuant to the above and foregoing Waiver, at the offices of ALEXANDER & JOHNSTON, 112 North Pearman Avenue, Cleveland, Mississippi, commencing at 4:00 P.M., on Friday, June 18, 1976, when the following proceedings were had and done, to-wit:

It first being ascertained that the following members of said Association were present, to-wit:

Johnnie L. Powell, L.P.N.  
Anna L. Webster  
Lila V. Nabors  
Bertie Willcutt  
Mollie V. Busby  
Ruth Goss  
Pauline Mullins, L.P.N.

Gladys Harper, L.P.N.  
Ruby Hawthorne

And upon motion duly made, seconded, and after mature discussion, Lila V. Nabors was elected to Chair said meeting, and Johnnie L. Powell was elected to act as Secretary of said meeting, and upon their so election, they assumed such duties.

The subject was brought up for discussion that the Association should apply for a Grant of Charter for a non-profit corporation from the State of Mississippi, upon motion, duly made, seconded, and unanimously approved, after due and mature deliberation and discussion, it was ordered and resolved that the Association make application to the State of Mississippi for a grant of Charter for a non-profit corporation, and that all of the persons whose names appear above in this document be initial incorporators. Upon further motion, duly made, seconded, and after further discussion, it was unanimously resolved that the corporation have the following powers and purposes, to-wit:

"The purpose of this corporation is to provide services in the middle Delta area of the State of Mississippi, to the medical and nursing professions, and to the general community and the hospitals, physicians, ill persons, and their families, by providing, among other things a central registry of nurses, including, but not limited to, Registered Nurses, Licensed Practical Nurses, Nurses Aides, and Sitters, and to particularly provide a stand-by and on-call service of such nurses, sitters, and aides, for such doctors, hospitals, and sick persons and their families. Another and further purpose of this corporation is to provide continuing medical and nurses education for the afore-described nurses, and another and principal purpose of the corporation is to provide telephone service and manning thereof at all reasonable times, so as to be able to provide competent and trained nurses, sitters, aides, and Licensed Practical Nurses for private duty services, with a very minimum of time, and to provide a central place and location from which such nurses, aides, and sitters may be summoned, called, and sent to perform their duties on short notice. A further and additional purpose of the corporation is to provide, insure, and promulgate and facilitate the execution of nursing duties with high ethical standards and in a highly ethical manner, and to see that untrained and un-skilled, and incompetent persons do not perform and provide such services. The said corporation shall have all powers authorized it by the Laws of the State of Mississippi, or by any of the Laws of the United States of America, or by any of the ordinances of any municipal or local government, that it is, by law, permitted to have, and shall have all powers necessary to accomplish and carry out the foregoing purposes."

Upon motion duly made, seconded, and unanimously adopted, after due and mature deliberation and consideration, it was resolved that the Association employ the law firm of ALEXANDER AND JOHNSTON to obtain a Charter of Incorporation, and to do the necessary legal work to completely form said non-profit corporation.

It was further resolved, again upon motion, duly made and seconded, and after mature discussion, that all hospitals in the Mid-Delta area be asked to recognize this Registry, along with any other similar Registries or organizations, and to the same extent and under the same conditions, all as is provided for by law.

There being no further business to come before this meeting, upon motion duly made, seconded, and after mature discussion, the same was adjourned, sine die.

THIS, the 18th day of June, 1976.

*Lila V Nabors*

LILA V. NABORS, CHAIRMAN

ATTEST:

Johnnie L. Powell  
JOHNNIE L. POWELL, L.P.N., Secretary

CERTIFICATE

We, the undersigned LILA V. NABORS, and JOHNNIE L. POWELL, L.P.N., the Chairman and Secretary of the meeting of the Mid-Delta Nurses Registry, an unincorporated association, do hereby certify that the above and foregoing is a true and correct copy of the Minutes of a meeting held at the above time and place.

THIS THE 18th day of June, 1976.

Lila V. Nabors  
LILA V. NABORS,

ATTEST:

Johnnie L. Powell  
JOHNNIE L. POWELL, L.P.N.



WAIVER OF NOTICE OF MEETING

WE, the undersigned, being all of the persons in interest to and all of the members and officers of an unincorporated association, known as MID-DELTA NURSES REGISTRY, do hereby waive all notice of a specially-called meeting of said unincorporated association, and we do hereby specially set and call said specially-called meeting to be held in the offices of ALEXANDER & JOHNSTON, Lawyers, 112 North Pearman Avenue, Cleveland, Mississippi, commencing at 4:00 P.M., on Friday, June 18, 1976, and we agree that then and there any and all business that may properly come before said association may be transacted and conducted.

WITNESS OUR SIGNATURES, this the 17th day of June, 1976.

Johnnie L. Powell  
JOHNNIE L. POWELL, L.P.N.

Anna L. Webster  
ANNA L. WEBSTER

Lila V. Nabors  
LILA V. NABORS

Bertie L. Willcutt  
BERTIE WILLCUTT

Mollie V. Busby  
MOLLIE V. BUSBY

Ruth Goss  
RUTH GOSS

Pauline Mullins  
PAULINE MULLINS, LPN

BOOK 226 PAGE 594

*Gladys Harper*  
GLADYS HARPER, L.P.W.

*Ruby Hawthorne*  
RUBY HAWTHORNE

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

MID-DELTA NURSES REGISTRY, INC.

1. The corporation title of said company is: **Mid-Delta Nurses Registry, Inc.**

2. The names and post office addresses of the incorporators are:  
(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Johnnie L. Powell, L.P.N.	RFD 2, Box 169,	Cleveland,	Mississippi 38732
Anna L. Webster,	705 University,	Cleveland,	Mississippi 38732
Lila V. Nabors,	Box 757, Memorial Drive,	Cleveland,	Mississippi 38732
Bertie Willcutt,	Box 406, Marigold,	Mississippi	38759
Mollie V. Busby,	500 Yale,	Cleveland,	Mississippi 38732
Ruth Goss,	Belgrade Apt. No. 10,	Cleveland,	Mississippi 38732
Pauline Mullins, L.P.N.,	Box 35, Boyle,	Mississippi	38730

Gladys Harper, L.P.N., Box 312, Boyle, Mississippi 38730

Ruby Hawthorne, Box 251, Marigold, Mississippi 38759

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at 112 North Pearman Avenue, Cleveland, Mississippi 38732  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, as authorized by the provisions of Section 79-11-1, Code of Mississippi of 1972, and amendments thereto.)

The corporation is non-profit and no shares of stock shall be issued. Its type of organization as authorized by Section 79-11-1, Code of Mississippi of 1972, is charitable association and a corporation for medical purposes.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

"The purpose of this corporation is to provide services in the middle Delta area of the State of Mississippi, to the medical and nursing professions, and to the general community and the hospitals, physicians, ill persons, and their families, by providing, among other things a central registry of nurses, including, but not limited to, Registered Nurses, Licensed Practical Nurses, Nurses Aides, and Sitters, and to particularly provide a stand-by and on-call service of such nurses, sitters, and aides, for such doctors, hospitals, and sick persons and their families. Another and further purpose of this corporation is to provide continuing medical and nurses education for the afore-described nurses, and another and principal purpose of the corporation is to provide telephone service and manning thereof at all reasonable times, so as to be able to provide competent and trained nurses, sitters, aides, and Licensed Practical Nurses for private duty services, with a very minimum of time, and to provide a central place and location from which such nurses, aides, and sitters may be summoned, called, and sent to perform their duties on short notice. A further and additional purpose of the corporation is to provide, insure, and promulgate and facilitate the execution of nursing duties with high ethical standards and in a highly ethical manner, and to see that untrained and un-skilled, and incompetent persons do not perform and provide such services. The said corporation shall have all powers authorized it by the Laws of the State of Mississippi, or by any of the Laws of the United States of America, or by any of the ordinances of any municipal or local government, that it is, by law, permitted to have, and shall have all powers necessary to accomplish and carry out the foregoing purposes."

This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

<u>Anna L. Webster</u>	Signatures: <u>Johnnie L. Powell</u>	Johnnie L. Powell, L.P.N.
<u>Bertie L. Willcutt</u>	<u>Lila V. Nabors</u>	Lila V. Nabors
<u>Ruth Goss</u>	<u>Mollie V. Busby</u>	Mollie V. Busby
	<u>Pauline Mullins</u>	Pauline Mullins, L.P.N.
	<u>Gladys Harper</u>	Gladys Harper, L.P.N.
	<u>Ruby Hawthorne</u>	Ruby Hawthorne
		Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

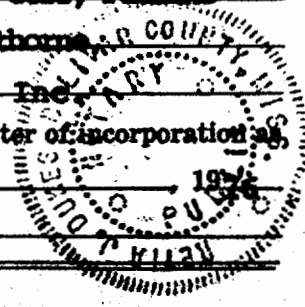
County of Bolivar

This day personally appeared before me, the undersigned authority Johnnie L. Powell, L.P.N., Anna L. Webster, Lila V. Nabors, Bertie Willcutt, Mollie V. Busby, Ruth Goss, Pauline Mullins, L.P.N., Gladys Harper, L.P.N., and Ruby Hawthorne

incorporators of the corporation known as the Mid-Delta Nurses Registry, Inc. who acknowledged that ~~they~~ (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deeds on this the 18th day of June

My commission expires: 6-30-79

Lotis J. Dukes  
NOTARY PUBLIC



STATE OF MISSISSIPPI

County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 24th day of June A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Robert Parker  
Secretary of State

Jackson, Miss., JUNE 25, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

A. F. Summer  
Attorney General  
By: George M. Shindell  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MOUND BAYOU CIVIC IMPROVEMENT SOCIETY, INCORPORATED

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 1st day of July A. D., 1976.



*Calvin R. Tucker*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State

R E S O L U T I O N

RESOLUTION OF Mound Bayou Civic Improvement Society, Incorporated, An Unincorporated Association, To Incorporate, Designating the incorporators, the name of the proposed corporation and authorizing the expenditure of funds of the association necessary to do so.

Be it resolved by the members of the Mound Bayou Civic Improvement Society, Incorporated, an unincorporated association of individuals, that it is in the best interest of this association that it be forthwith incorporated as a nonprofit corporation under the law of the State of Mississippi applicable thereto and that: Nerissa Norman, Allene R. Leggette, Willie T. Woodley, Mossie L. Parham, Fannie Liddell and Estella Hawkins are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this association to be named The Mound Bayou Civic Improvement Society, Incorporated; that they are fully empowered to do so and perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of this association as may be necessary so to do.

C E R T I F I C A T E

I, Estella Hawkins, do hereby certify that I am the duly elected, qualified and acting Secretary of the above name incorporated association of individuals, and that the foregoing is true and correct copy of a Resolution duly adopted at a meeting thereof held on the seventh (7th) day of June, 1976 at the home of Miss Estella Hawkins, Mound Bayou, Mississippi at which all of the members were present, and said meeting was duly and properly called and held.

Witness my signature this the 11<sup>th</sup>  
 day of June, 1976,  
 Secretary Estella Hawkins

This day personally appeared before me, the above undersigned,

Ethel G. Woodley, June 11, 1976  
 Notary Public  
 Commissioner Expires 12-28-80  
 Bolivar County, Mississippi

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

Mound Bayou Civic Improvement Society, Incorporated

1. The corporation title of said company is:

Mound Bayou Civic Improvement Society, Incorporated

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
Miss Estella Hawkins	P. O. Box 472	Mound Bayou	Miss.
Mrs. Allene R. Leggette	P. O. Box 294	Mound Bayou	Miss.
Mrs. Fannie P. Liddell	P. O. Box 290	Mound Bayou	Miss.
Mrs. Nerissa Norman	P. O. Box 213	Mound Bayou	Miss.
Miss Mossie L. Parham	P. O. Box 185	Mound Bayou	Miss.
Mrs. Willie T. Woodley	P. O. Box 293	Mound Bayou	Miss.

All incorporators are adult resident citizens of the State of Mississippi. Yes

3. The domicile is at Post Office Box 213 Mound Bayou Mississippi 38762  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, As authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.)

This corporation shall be non-profit and no shares of stock shall be issued. It is solely for the purpose of gathering information and recording it about the town of Mound Bayou, Mississippi and to establish a Hall of Fame (Building), same being a civic improvement society.

5. Period of existence shall be perpetual. Perpetual

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

The purposes for which this Corporation is established are: To gather and record historical facts about Mound Bayou, Miss. and to establish a Hall of Fame.

1. Establish a homesite for the corporation that would also serve as a tourist attraction.
2. Solicit funds from interested donors for the purpose of establishing the Hall of Fame.
3. Engage in and promote fund raising programs to defray incurred expenses.
4. Enter into contract with the Federal Government and Private Foundations for funds to defray operational costs of the Corporation.
5. Seek a copyright for information gathered and recorded.
6. In general, to engage in any other activities that will promote the advancement of the Corporation/

shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures Merissa R. Norman  
Willie T. Woodley  
Missie S. Parham  
Jannie P. Liddell  
Allene R. Leggett  
Estella Hawkins  
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Bellevue

This day personally appeared before me, the undersigned authority

Merissa Norman, Willie T. Woodley, Missie S. Parham  
Jannie P. Liddell, Allene R. Leggett, Estella Hawkins

incorporators of the corporation known as the Mound Expulvie Improvement Society, Inc.

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as (his) (their) act and deeds on this the 11<sup>th</sup> day of June, 1976

Ethel G. Woodley Notary Public  
my commission expires July 28, 1976

STATE OF MISSISSIPPI

County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority

\_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_  
\_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_

incorporators of the corporation known as the \_\_\_\_\_

who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as

(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 17<sup>th</sup> day of June

A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Baker

Secretary of State

Jackson, Miss., JUNE 28, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

A.F. Sanner

Attorney General

By George M. Swindell  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.



# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CENTREVILLE HEALTH AUTHORITY, INC.

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 1st day of July A. D., 1976.



*Calvin Finch*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State

EXCERPTS FROM MINUTES OF A MEETING  
OF CENTREVILLE HEALTH AUTHORITY,  
AN UNINCORPORATED ASSOCIATION,  
JUNE 15, 1976

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"Next came on for consideration the incorporation of this association under the Non-Profit Corporation Laws of Mississippi, Sections 79-11-1, et seq, Mississippi Code of 1972, Annotated, and after full discussion it was, upon motion duly made, seconded and unanimously adopted,

RESOLVED, That the Centerville Health Authority, composed of the undersigned members, all of whom are adult resident citizens of the State of Mississippi, be incorporated under the Non-Profit Corporation Laws of the State of Mississippi (Sections 79-11-1, et seq, Mississippi Code of 1972, Annotated), a copy of the proposed Charter of Incorporation being herewith attached and by reference fully incorporated in this resolution; and

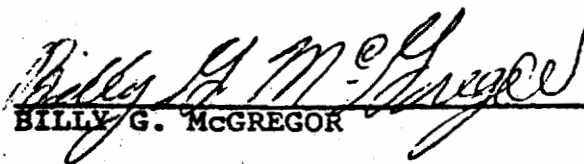
BE IT FURTHER RESOLVED, That the undersigned members be and they are hereby duly authorized and empowered on behalf of this association to execute, acknowledge and deliver the proposed Charter of Incorporation to the Secretary of State of the State of Mississippi substantially in the form attached to this resolution and that they are hereby fully authorized and empowered to execute, acknowledge, sign and deliver any and all other documents or changes in the proposed form attached to this resolution, as they may deem proper in carrying out the provisions hereof."

CERTIFICATE

We, the undersigned members of Centerville Health Authority, an unincorporated association, do hereby certify that we are all adult resident citizens of the State of Mississippi and that we have associated ourselves together for the purpose of forming and becoming a non-profit corporation pursuant to Sections 79-11-1, et seq, Mississippi Code of 1972, Annotated, and that the foregoing is a true and correct copy of a resolution unanimously adopted by the members of this association at a regular meeting held on June 15, 1976, at 3:00 P. M. in the offices of H. E. Horne, Jr., attorney-at-law, Centerville, Mississippi, at which

all of the undersigned members were present and voting and that said resolution has not been rescinded but remains in full force and effect.

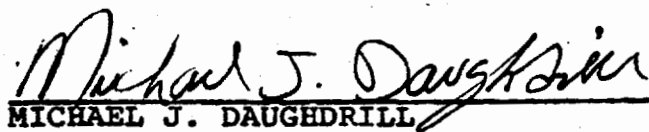
This 15<sup>th</sup> day of June, 1976.

  
BILLY G. MCGREGOR

MEMBER

  
MICHAEL L. STEWART

MEMBER

  
MICHAEL J. DAUGHRILL

MEMBER

THE CHARTER OF INCORPORATION  
OF  
CENTREVILLE HEALTH AUTHORITY, INC.  
(a non-profit corporation)

We, the undersigned, all resident adult citizens of the State of Mississippi, do hereby associate ourselves together for the purpose of forming and becoming a non-profit corporation pursuant to Sections 79-11-1, et seq. Mississippi Code of 1972, Annotated, under the following certificate of incorporation:

ARTICLE I

The name of this corporation shall be: CENTREVILLE HEALTH AUTHORITY, INC. The principal office of the corporation shall be located at Post Office Box 9626, Centreville, Mississippi, and the corporation may have such other offices as may be designated by its Board of Trustees.

ARTICLE II

The purpose for which the corporation is formed and the business and the objects to be carried on and promoted by it are as follows:

A. To provide, on a non-profit basis, medical and health facilities of all kinds and related facilities and services, specifically designed to meet the physical, social and psychological needs of the citizens and inhabitants of the Municipality of Centreville, the County of Wilkinson and the State of Mississippi and to add to their health, security, happiness, usefulness and longer lives.

B. To plan, construct, lease, operate, maintain and improve health and medical facilities of all kinds and related facilities and services, including without limiting the generality of such statement, any one or more or combination of hospitals, clinics, nursing and convalescent and retirement homes and facilities for rehabilitation, therapy and recreation, for the purpose of providing any and every type of medical, surgical, dental, therapeutic and psychiatric service, with appurtenant facilities and services including without limiting the generality

thereof, restaurants, cafeterias and food facilities of all kinds, facilities for the sale of drugs, medical supplies, cosmetics and sundries, barber and beauty shops, laundries and dry cleaning facilities, steam and sauna facilities, swimming pools, gymnasiums, libraries and all facilities reasonably related thereto or convenient therefor.

C. To acquire by gift or purchase, hold, sell, convey, assign, mortgage or lease any property, real or personal, necessary or incidental to the provision of health facilities of all kinds and related facilities.

D. To borrow money and make and issue negotiable and non-negotiable notes, bonds, certificates, debentures and other evidences of indebtedness or obligations which shall be authorized by resolution of the Board of Trustees of the corporation and which may bear such date or dates, mature at such time or times, bear interest at such rate or rates not exceeding the legal rate, be in such denomination and form, and be entitled to such priority and lien on the real and personal property of the corporation and the revenues, rates, fees, rentals or other charges or receipts of the corporation as such resolution or any resolution subsequent thereto may provide. The obligations shall be executed either by the manual or facsimile signatures of such officers of the corporation as the Board of Trustees shall determine, and any coupons attached thereto shall bear the facsimile signature or signatures of such officer or officers as shall be designated by such resolution. Such obligations may be sold at either public or private sale at such price and under such conditions as the Board of Trustees of the corporation may determine, provided that the net interest cost shall not exceed the legal rate per annum.

E. To apply for, obtain and contract with any Federal agency for a direct loan or loans or other financial aid in the form of mortgage insurance, rent supplement or otherwise for

the provision of health facilities of all kinds and related facilities and services for low-income families, elderly persons or others.

F. To engage in any kind of activity, and to enter into, perform and carry out contracts of any kind necessary or in connection with or incidental to the accomplishment of any one or more of the non-profit purposes of the corporation.

G. The corporation shall have all the rights, privileges, powers and immunities available to corporations not for profit under the Laws of the State of Mississippi and, anything herein to the contrary notwithstanding, the enumeration herein of the specific objects and purposes of the corporation shall not limit the powers of the corporation to accomplish any approved charitable, scientific or educational purpose within the meaning of Section 501 (c) of the United States Internal Revenue Code of 1954, as heretofore or hereafter amended or supplemented, and of such pertinent regulations thereunder as have been or hereafter may be promulgated. All of the assets and earnings shall be used exclusively for the purpose hereinabove set out, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no substantial part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation.

#### ARTICLE III

The members of the corporation shall be the subscribers to these Articles, and such other persons who may be approved for membership by the Board of Trustees, in such manner as may be prescribed by the By-Laws of this corporation. Should, for any reason, the corporation ever be without members, then the Senior Chancellor of the Chancery Court of Wilkinson County, Mississippi, shall name three (3) members who may thereafter elect other members.

ARTICLE IV

The names and addresses of the subscribers of these Articles and of the members of this corporation, are as follows:

<u>Billy G. McGregor</u>	<u>P. O. Box 9623</u>
	<u>Centreville, Mississippi 39631</u>
<u>Michael L. Stewart</u>	<u>P. O. Box 544</u>
	<u>Centreville, Mississippi 39631</u>
<u>Michael J. Daughdrill</u>	<u>P. O. Box 1422</u>
	<u>Centreville, Mississippi 39631</u>

ARTICLE V

The affairs and business of the corporation shall be managed by a Board of Trustees of not less than three (3) persons, the exact number of which shall be fixed by the members and set forth in the By-Laws of this corporation. The Board of Trustees shall be elected by the members, unless the By-Laws of the corporation shall provide that the membership shall constitute the Board. The members shall also elect officers of the corporation in accordance with the provisions of the By-Laws of the corporation. In the event of a vacancy on the Board by reason of death, resignation or otherwise, the members shall fill such vacancy at any regular or special meeting of the membership as provided in the By-Laws of the corporation.

ARTICLE VI

The names of the officers who are to manage the affairs of the corporation until the first election of officers are:

<u>Billy G. McGregor</u>	President
<u>Michael L. Stewart</u>	Vice President
<u>Michael J. Daughdrill</u>	Secretary

ARTICLE VII

The names and addresses of the first Board of Trustees, consisting of three (3) persons, who shall have the power and authority to select their successors or additional directors are:

<u>Billy G. McGregor</u>	<u>P. O. Box 9623</u> <u>Centreville, Mississippi</u>
<u>Michael L. Stewart</u>	<u>P. O. Box 544</u> <u>Centreville, Mississippi</u>
<u>Michael J. Daughdrill</u>	<u>P. O. Box 1422</u> <u>Centreville, Mississippi</u>

ARTICLE VIII

The By-Laws of the corporation shall be made, altered or rescinded by a majority vote of the Board of Trustees at a meeting duly called in accordance with the By-Laws.

ARTICLE IX

Amendments to the ARTicles of Incorporation shall be proposed and adopted by a majority of the Board of Trustees at a meeting duly called in accordance with the By-Laws.

ARTICLE X

The corporation shall issue no capital stock, pay or divide no dividends, distribute no part of the income to its members, directors or officers, and the private property of the subscribers, members, trustees, directors and officers shall not be liable for the debts of the corporation, but the entire corporate property shall be liable to the claims of creditors of the corporation.

ARTICLE XI

The corporation shall not be required to publish its charter, and expulsion shall be the only remedy for the failure of members to pay dues. Each member shall have the right to one vote in the election of all officers of the corporation and upon the loss of membership, by death or otherwise, all interest of the member in the corporation or its assets shall ipso facto terminate.



ARTICLE XII

The creation of the corporation has been approved by a Resolution duly and legally adopted by the Mayor and Board of Aldermen of the Town of Centreville at a special meeting of said board held on the 9th day of June, 1976, and the specific purpose of the corporation is to assist the said Town and its immediate area in providing its citizens with the health and medical facilities and care herein contemplated, the financing thereof, and in its ultimate acquisition of such facilities; all as contemplated by said Resolution.

ARTICLE XIII

Upon dissolution of this corporation, all of its assets, tangible and intangible, shall be dedicated to the purposes for which this corporation was created; and for such purpose, shall, under the jurisdiction of the Chancery Court of Wilkinson County, Mississippi, be distributed to the respective public governmental entities or political subdivisions of the State of Mississippi in which such assets shall be situated or with which this corporation shall have cooperated in the development and/or financing of such assets, for the purpose of continuing the operation of the health facilities, and the carrying out of all other purposes for which this corporation was created. Should any such entity be unwilling or unable to accept any asset of this corporation for the purposes herein expressed, then such asset shall be distributed to such other organization as may be designated and selected by the Chancery Court of Wilkinson County, Mississippi, to be used in such manner as in the judgment of the Court will best accomplish the general purposes for which this corporation was organized. Under no circumstances shall any of the earnings or assets of this corporation, upon dissolution, be distributed to the members hereof.

ARTICLE XIV

This corporation shall have perpetual existence.

IN WITNESS WHEREOF, we, the undersigned, do hereby subscribe and acknowledge these Articles of Incorporation and accordingly have hereunto set our hands this 15 day of June, 1976.

Billy G. McGregor

Michael J. Stewart

Michael J. Dougherty

STATE OF MISSISSIPPI

COUNTY OF WILKINSON

I hereby certify that on this day before me a Notary Public, duly authorized in the state and county named above to take acknowledgments, personally appeared Billy G. McGregor, to me known to be the person described as a subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

Witness my hand and seal this 15 day of June, 1976.

Hillery E. Horn  
NOTARY PUBLIC

My Commission Expires:

My Commission Expires April 21, 1979



STATE OF MISSISSIPPI

COUNTY OF WILKINSON

BOOK 226 PAGE 611

I hereby certify that on this day before me a Notary Public, duly authorized in the state and county named above to take acknowledgments, personally appeared Michael L. Stewart, to me known to be the person described as a subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

Witness my hand and seal this 15 day of June, 1976.

*Hillery E. Horne Jr.*  
NOTARY PUBLIC

My Commission Expires:

My Commission Expires April 21, 1979



STATE OF MISSISSIPPI

COUNTY OF WILKINSON

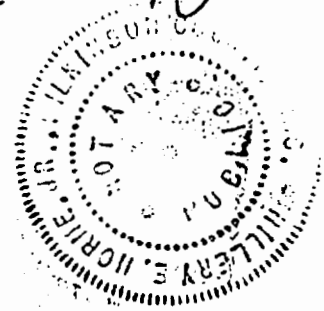
I hereby certify that on this day before me a Notary Public, duly authorized in the state and county named above to take acknowledgments, personally appeared Michael J. Daughdrill, to me known to be the person described as a subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

Witness my hand and seal this 15 day of June, 1976.

*Hillery E. Horne Jr.*  
NOTARY PUBLIC

My Commission Expires:

My Commission Expires April 21, 1979



Received at the office of the Secretary of State, this the 28 day of June

A. D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[Signature]  
SECRETARY OF STATE.

Jackson, Miss.

JUNE 29, 1976

I have examined this Application for a Charter of Incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

[Signature]  
ATTORNEY GENERAL.

By [Signature]  
Assistant Attorney General.

# State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SHIVERS CEMETERY ASSOCIATION

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 1st day of July A. D., 1976.



*Calvin R. Tucker*  
Governor

By the Governor

*Heber Ladner*  
Secretary of State

RESOLUTION AUTHORIZING V. P. SHIVERS ET AL  
TO MAKE APPLICATION FOR GRANTING OF A CHARTER

BE IT RESOLVED by the membership of the Shivers Cemetery Association of Newhebron, Mississippi, that V. P. Shivers, T. Weber Shivers, G. C. Shivers, E. A. Turnage and Annie Will S. Smith be and are hereby authorized, directed and empowered to make application to the proper officials of the State of Mississippi for a non-profit Charter of Incorporation.

.....

I, Annie Will S. Smith, Acting Secretary of the Shivers Cemetery Association, do hereby certify that the above and foregoing is a true and correct copy of a Resolution duly passed and adopted by the proposed membership of said non-profit Corporation at a meeting held on the 25th day of June, 1976, as the same appears on the minutes of the said meeting on file in the office of the proposed Corporation.

Witness my signature, this the 26th day of June, 1976.

*Annie Will S. Smith*

\_\_\_\_\_  
Acting Secretary  
Shivers Cemetery Association

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi. Non-profit.

## THE CHARTER OF INCORPORATION OF

1. The corporation title of said company is:

SHIVERS CEMETERY ASSOCIATION

2. The names and post office addresses of the incorporators are:

(The application must show affirmatively that all incorporators are adult resident citizens of Mississippi, and attach a certified copy of resolution of an existing association authorizing, directing and empowering the incorporators to make application for a grant of charter.)

Name	Street & No.	City	State
V. P. Shivers (No street address)	PO Box 194	Newhebron, Mississippi	
T. Weber Shivers (No street address)	PO Box 35	Newhebron, Mississippi	
G. C. Shivers (No street address)	RFD #1	Newhebron, Mississippi	
Annie Will S. Smith (No street address)	General Delivery,	Shivers, Mississippi	
E. A. Turnage (No street address)	PO Box 130	Monticello, Mississippi	

All incorporators are adult resident citizens of the State of Mississippi.

3. The domicile is at: Main Street (No street number) Newhebron, Mississippi  
(Street and No.) (City) (State)

4. (Here set out that the corporation is Non-Profit and no shares of stock shall be issued and the type of organization, as authorized by the provisions of Section 5310.1, Recompiled (Revised) Code of Mississippi of 1942, and amendments thereto.) The Corporation is non-profit and no shares of stock shall be issued. The Corporation shall be governed by a Board of Trustees consisting of five members, all of whom shall be elected annually and all of whom shall be members of the Corporation. Membership in the Corporation shall be limited to persons owning individually or jointly an interest in the Shivers Family Cemetery for bona fide burial purposes and not for purposes of resale, and such other persons who have a bona fide interest in the upkeep and maintenance of said cemetery because of the burial therein of relatives or loved ones but excluding all persons who might be so interested by reason of expectations of profit therefrom.

5. Period of existence shall be perpetual.

6. The purpose for which it is created, not contrary to law, including a statement of the rights and powers that are to be exercised by said corporation, which said rights and powers shall be limited to those reasonably necessary to accomplish the stated purpose of the association being incorporated:

To operate, maintain and improve the Shivers Cemetery situated in Simpson County, Miss., in Section 2, Township 9 N., Range 20, together with all future extensions and additions to said cemetery; to own lots in said cemetery, to sell lots to its members, and maintain said cemetery in a state of repair and upkeep appropriate to a final resting place; to operate exclusively for the benefit and interest of the members of the corporation in the cemetery for bona fide burial purposes and not for resale. The earnings of the Corporation shall be disposed of only in one or more of the following ways: (1) for ordinary and necessary expense of operation, maintenance and improvement of said Shivers Cemetery; (2) as payment for cemetery purposes; and (3) for creating a fund for perpetual care of the said Shivers Cemetery or a reasonable reserve for any ordinary or necessary purpose. No part of the net earnings of the Corporation may inure to the benefit of any member or individual and the payment of dividends is expressly prohibited. In the event of the dissolution of the Corporation, the Board of Trustees shall, after making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner or to such organization or organizations as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (13) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by the Chancery Court of Lawrence County, Mississippi, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

7. This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

NOTE:—This application must be filed with Secretary of State within six (6) months of the date of the last acknowledgment. The signatures of the incorporators must agree with their names as they appear in the resolution, article 2 of the charter and in the acknowledgment.

Signatures: V. P. Shivers  
G. C. Shivers  
T. W. Shivers  
Annie Will S. Smith  
E. A. Turnage  
Incorporators

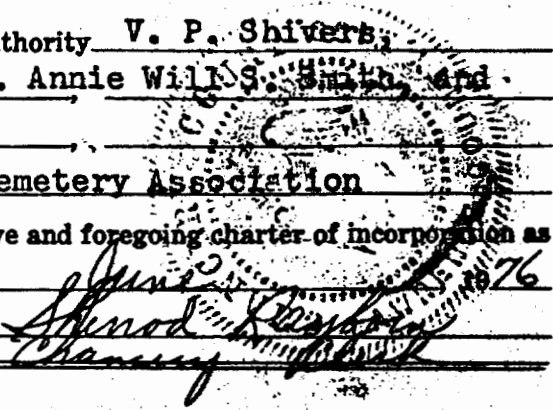
ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
County of LAWRENCE

This day personally appeared before me, the undersigned authority V. P. Shivers,  
T. Weber Shivers, G. C. Shivers, Mrs. Annie Will S. Smith, and  
E. A. Turnage

incorporators of the corporation known as the Shivers Cemetery Association  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deeds on this the 29<sup>th</sup> day of June, 1976

My Comm. expired 1-1-1980



STATE OF MISSISSIPPI  
County of \_\_\_\_\_

This day personally appeared before me, the undersigned authority \_\_\_\_\_  
\_\_\_\_\_, \_\_\_\_\_,  
\_\_\_\_\_, \_\_\_\_\_,

incorporators of the corporation known as the \_\_\_\_\_  
who acknowledged that (he) (they) signed and delivered the above and foregoing charter of incorporation as  
(his) (their) act and deed on this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 27<sup>th</sup> day of June  
A.D., 1976, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to  
the Attorney General for his opinion.

Robert Palmer  
Secretary of State

Jackson, Miss., JUNE 30, 1976

I have examined this application for a charter of incorporation and am of the opinion that it is not viola-  
tive of the Constitution and laws of the State, or of the United States.

A. F. Sumner  
Attorney General  
By George M. Swindell  
Assistant Attorney General

NOTE:—In case all incorporators are together when acknowledgment is taken, one acknowledgment will  
be sufficient.