
The Medalist Club

Articles of Incorporation The Medalist Club

An Alabama Nonprofit Corporation

63-1190269

Version: 1.a

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**ARTICLES OF INCORPORATION
OF**

THE MEDALIST CLUB

An Alabama Nonprofit Corporation

TO THE JUDGE OF PROBATE OF TUSCALOOSA COUNTY, ALABAMA:

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be The Medalist Club.

1998 152
Filed in the Above
INCORPORATION Book & Page
01-08-1998 02:18:42 PM
W. Hardy McCollum - Probate Judge
Tuscaloosa County, Alabama

ARTICLE II

PERIOD OF DURATION

The period for the duration of the corporation shall be unlimited and perpetual.

ARTICLE III

PURPOSE OF CORPORATION

1. The Corporation is organized for the purpose of providing support to The University of Alabama gymnastics program by receiving dues and contributing a portion of them to The University of Alabama, an exempt organization, for the use of the gymnastics program.
2. The Corporation is organized for the purpose of providing gymnastics spirit, fellowship, support of The University of Alabama gymnastics program, coaches, players and college gymnastics in general. This will be done by providing advertisements, billboards and other items to promote The University of Alabama gymnastics program.
3. The Corporation is also organized to use a portion of dues to bring speakers in the community to further promote University of Alabama gymnastics and college gymnastics in general and to further the knowledge and understanding of gymnastics among the Corporation's members, supporters of college gymnastics and the community in general.
4. The Corporation is organized to promote strict adherence to the rules and the spirit of the National Collegiate Athletic Association (hereinafter "NCAA"). The Corporation is further authorized to contract with The University of Alabama to help provide institutional controls as may be required by NCAA rules.
5. The Corporation is not organized for profit, and no part of the net earnings of the Corporation shall inure to the benefit of any private shareholder of individual. The Corporation shall not engage in regular business of a kind ordinarily carried on for profit.

6. Notwithstanding any provision hereof to the contrary, the Corporation shall engage in no activities which would cause it to fail to qualify as tax exempt under §501(c)(3) of the Internal Revenue Code (the "Code") or under §40-18-32(a)(11) of the Code of Alabama (1975), as amended.

7. No substantial part of the activities of the Corporation shall consist of the participation or intervention in a political campaign on behalf of any candidate for public office or in connection with any attempt to influence the general public or segments thereof with respect to legislative matters, elections, or referendums or in connection with direct attempts to influence legislation that are not of a direct business interest to the members of the Corporation.

8. Subject to the foregoing paragraphs,

- 1998 153
Filed in the Above
10-22-1998
Hardy McCollum - Probate Judge
Tuscaloosa County, Alabama
- a. The Corporation shall be an organization of which the assets, both real and personal, shall be used exclusively for purely charitable purposes which are used in §40-9-1(1) Code of Alabama (1975), as amended.
 - b. The Corporation shall be an organization which is a recognized charitable institution not operated for profit, and contributions to which are allowed as deductions for federal income tax purposes under §170 of the Internal Revenue Code, as such terms are used in §40-18-15(a)(10) Code of Alabama (1975), as amended.
 - c. The Corporation shall be an organization not organized for profit and exempt from federal income tax under §501(c)(3) of the Code, as such terms are used in §40-18-32(a)(11) of the Code of Alabama (1975), as amended.
 - d. The Corporation shall be strictly benevolent organization, as defined in Alabama Constitution Article XII, §229, Amend. 27.

ARTICLE IV

MEMBERS

1. The Corporation shall have members and the membership shall not be limited in number.
2. Annual dues shall be paid by all members upon being accepted to membership in the Corporation, said dues to be set and prescribed from time to time by the Board of Directors.
3. Any person who shall have been an active member in good standing for a period of twenty-five (25) or more consecutive years may request, in writing, an honorary membership in the Corporation. The 25-or-more-consecutive-years requirement may, at the option of the Board of Directors of the Corporation, predate the adoption of the

constitution and bylaws of said Corporation. The Corporation may, by a majority vote of its Board of Directors, grant such honorary membership as it deems advisable due to the health, absence from town, or unusual business conditions of the applicant, such honorary memberships not to exceed in number to percent (10%) of the active membership of the Corporation. Honorary members shall be exempt from payment of dues. The honorary members shall have no vote but otherwise shall enjoy the same rights and privileges as active members in the Corporation. Any and all personnel connected with the coaching staff of The University of Alabama gymnastics team, the president of The University of Alabama and the Athletic Director of The University of Alabama shall be considered honorary members of the Corporation.

4. Membership in the Corporation shall not be transferable.

ARTICLE V

REGISTERED OFFICE AND REGISTERED AGENT

The location and mailing address of the initial registered office of the Corporation in the State of Alabama shall be Post Office Box 1010, 2824 Seventh Street, Tuscaloosa, Alabama 35403, and the Corporation's initial registered agent at such address shall be Alyee Manley Spruell.

ARTICLE VI

INCORPORATOR

The name and address of the sole incorporator is as follows:

Alyee Manley Spruell
Post Office Box 1010
Tuscaloosa, Alabama 35403

1998 154
Filed in the Above
INCORPORATION Book & Page
01-08-1998 02:13:42 PM
W. Hardy McCollum - Probate Judge
Tuscaloosa County, Alabama

ARTICLE VII

DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation shall be three (3). The names and addresses of the persons who are to serve initially are:

NAME	ADDRESS
Pat Huet	15657 Marble Road Northport, AL 35475
Charles L. Karr	400 Sandbrook Lane Tuscaloosa, AL 35405
Segail I. Friedman	61 Sherwood Drive Tuscaloosa, AL 35401

**ARTICLE VIII
OFFICERS**

The officers of the Corporation shall be the president, a president elect, a secretary, a treasurer, president exofficio, and membership chairman.

1998 155
Filed in the Above
INCORPORATION Book & Page
01-08-1998 02:42 PM
W. Hardy McCollum - Probate Judge
Tuscaloosa County, Alabama

**ARTICLE IX
BOARD OF DIRECTORS**

The Board of Directors shall consist of the above officers and nine members with alternating three year terms, the Gymnastics Coach of The University of Alabama and a representative from The University of Alabama Athletic Department who is proposed by the coach and approved by the Board of Directors.

**ARTICLE X
DUES**

The annual dues of the corporation shall be prescribed as provided in the bylaws.

**ARTICLE XI
AMENDMENTS**

The Corporation reserves the right to amend or repeal any provision of these articles of incorporation by action of the incorporator as may be determined necessary to meet the requirements of the Internal Revenue Service. However, in no event may any amendment to these articles be made that would authorize the Board of Directors to conduct the affairs of the Corporation contrary to the provisions of §501(c)(3) of the Code, or that would adversely affect the Corporation's qualification as an organization exempt from federal income tax under §501(c)(3) of the Code.

Upon dissolution or final liquidation of the Corporation, the Board of Directors shall, after making provisions for the payment of all of the liabilities of the Corporation, distribute all the remaining assets of the Corporation exclusively to one or more organizations as the Board of Directors shall determine consistent with the requirements under Internal Revenue Code §501(c)(3).

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 31st day of December, 1997.

Alyce Manley Spruell
Alyce Manley Spruell
Incorporator

1998 156
Filed in the Above
INCORPORATION Book & Page
01-08-1998 02:13:42 PM
W. Hardy McCollum - Probate Jud
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STATE OF ALABAMA

TUSCALOOSA COUNTY

I the undersigned, a notary public in and for said county in said state, hereby certify that Alyce Manley Spruell, whose name is signed to the foregoing Articles of Incorporation, and who is know to me, acknowledged before me on this day that, being informed of the contents of such instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 31st day of December 1997.

Alvin C. Smith
Notary Public
My Commission Expires: 5-17-98

Book/Pgs: 1998/152
Term/Cashier: SCAN1 / fav
Tran: 564.34543.49130
Recorded: 01-08-1998 14:19:25
INC Incorporations
PJF Probate Judge Fee
Total Fees: \$ 27.00