

ARTICLES OF INCORPORATION

TWICKENHAM AUTO CLUB

Article I

NAME

The corporate name of this corporation shall be Twickenham Auto Club

Article II

LOCATION

The headquarters and principal place of business of the corporation shall be at Huntsville, Madison County, Alabama.

Article III

OBJECT, PURPOSES & SCOPE

Section 1. The objects, purpose and scope of this corporation shall be to foster the safety, enjoyment, and proficiency in the sport of motoring for the automobile enthusiasts of North Alabama.

Section 2. This club is not organized for business purposes nor pecuniary profit and it shall have no capital stock and shall declare no dividends save such salary as this club shall elect or agree to pay for services rendered. No member shall either directly or indirectly receive pecuniary gain through its operations.

Article IV

POWERS

This corporation shall have reserved unto it all those powers, privileges and rights enumerated in Title 10, Code of Alabama, 1940, and subsequent additions and amendments thereto.

Article V

CORPORATE SEAL

This corporation shall have no corporate seal.

Article VI

COMMENCEMENT AND DURATION

Section 1. The corporation shall commence upon filing with the county clerk of Madison County a copy of these Articles of Incorporation duly certified by the Secretary of State of Alabama.

Section 2. The period of the existence and the duration of the life of this corporation shall be perpetual.

Article VII

MEMBERSHIP

The membership of this corporation shall at all times consist of such persons as are members in good standing of the club, as shown by the records of the said club. Any person ceasing from any cause to be a member of the club, aforesaid shall also at the same time cease to be a member of the corporation.

Article VIII

OFFICERS AND TRUSTEES

Section 1. The officers of the corporation shall be elected by a majority secret vote of the active members and shall hold their office for a term of six months. The officers shall consist of a President, Vice President; and Secretary - Treasurer.

Section 2. The President, the Vice President, and the Secretary - Treasurer shall be the trustees of said corporation and shall together constitute the Board of Trustees thereof, in accordance with the provisions of Title 10, Code of Alabama, 1940. The Board of Trustees shall have the management of the corporation's business and prudential concerns.

Article IX

CONSTITUTION AND BY-LAWS

Proper Constitution and By-Laws to control the duties of the officers and to regulate the affairs of the corporation, including the action of the members of the club or corporation, the control of the property of the corporation, meetings of the Trustees and members of the club or corporation, and such other things as shall be necessary and proper for the carrying on of the business of the corporation or club, shall be enacted.

Article X

CONTRACTS AND OBLIGATIONS

Section 1. The Trustees of this corporation are hereby authorized and empowered to enter into such contracts and obligations as they shall in their discretion deem necessary to accomplish the purpose of this corporation, and such contracts and obligations shall be binding upon the corporation, subject to restrictions as provided in Section 2 below.

Section 2. The greatest amount of indebtedness to which this corporation may at any time subject itself shall not exceed the value of the property owned by it.

Section 3. The private property of the members of this club or corporation shall not be subject to, and shall be forever exempt from the payment of the corporate debts, liabilities and obligations, in any amount or to any extent whatever. This section cannot be amended by any action of the corporation whatsoever.

Article XI

PROPERTY

Members of the corporation shall receive certificates of membership, which shall entitle them to all the privileges of the corporation or club, but which shall not entitle them to any pecuniary or financial profit of any form or kind, and which, in case the members shall resign, be suspended or expelled, in accordance with the constitution or any of the By-Laws or rules of the corporation or club, or on account of the non-payment of dues or assessments, shall give the holder thereof no right nor interest in the property of said corporation or club, nor privileges therein, and shall become null and void and of no effect upon the contingencies above mentioned.

Huntsville, Ala.

Trustee - Incorporator

Huntsville, Ala.

Trustee - Incorporator

Huntsville, Ala.

Trustee - Incorporator

State of Alabama) SS
County of Madison)

On this _____ day of _____ 1956, before me, a Notary Public in and for said county, personally came Webster K. Mayfield, John Q. Atchley and Chester L. Langley, Jr., who are personally known to me to be the identical persons whose names are affixed to the above Articles of Incorporation as Trustee-Incorporator, and acknowledged said instrument to be their voluntary act and deed.

Witness my hand and notarial seal the date last aforesaid.

My commission expires on the _____ day of _____.

Notary Public