

CERTIFICATE OF FORMATION
OF
WIREGRASS ESTATE PLANNING COUNCIL

This is to certify that, for the purpose of forming a nonprofit corporation pursuant to the provisions of Chapter 3, Title 10A of the Code of Alabama as amended and the provisions of Chapter 1, Title 10A of the Code of Alabama as amended to the extent applicable to nonprofit corporations (the “Alabama Nonprofit Corporation Law”), the undersigned does hereby make, adopt, and file the following Certificate of Formation:

ARTICLE I

Name

The name of the corporation being formed (hereinafter referred to as the “Corporation”) is:

Wiregrass Estate Planning Council

ARTICLE II

Type of Entity

The type of entity being formed is a nonprofit corporation.

ARTICLE III

Purposes

3.01 The principal purposes for which the Corporation is organized and is to be operated are to:

(a) Provide a better understanding of estate planning and of the services which estate planners can render to the general public;

(b) Promote cooperation among estate planners who pursue different disciplines and to foster a better understanding of the proper relationship which each discipline bears to the other, their clients, and the general public;

(c) Further the education of members of the Corporation and of the general public in the field of estate planning;

(d) Provide a forum for solving common problems that arise in the field of estate planning; and

(e) 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 and the principal thereof

exclusively for the purposes set forth herein, as long as such purposes qualify as exempt purposes under Section 501(c)(6) of the Internal Revenue Code of 1986, and the regulations promulgated thereunder as they now exist or as they may hereafter be amended.

3.02 In addition to and in order to accomplish the foregoing purposes, the Corporation shall have the power to do everything necessary, proper, advisable or convenient for the accomplishment of the foregoing purposes, and to do all other things incidental to them or connected with them that are not forbidden by law, and which would not adversely affect the Corporation's status as a nonprofit corporation or as an organization described in Internal Revenue Code of 1986, Section 501(c)(6), as may be amended from time to time, and the regulations currently or hereafter promulgated thereunder (the "Code").

3.03 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its 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 herein.

ARTICLE IV

Initial Registered Office and Agent

The street address of the initial registered office of the Corporation shall be 445 Dexter Avenue, Suite 8000, Montgomery, Alabama 36104. The initial registered agent of the Corporation shall be April D. Wise, who shall be located at the street address of the initial registered office of the Corporation.

ARTICLE V

Members

The Corporation shall have such Members as are specified in the Bylaws of the Corporation.

ARTICLE VI

Board of Directors

6.01 All corporate powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors. All of the powers and duties conferred or imposed on a board of directors by the Alabama Nonprofit Corporation Law shall be exercised or performed by the Board of Directors. The number of directors, the qualifications for directors, the terms each shall serve, and the means of their election and removal shall be provided in the Bylaws of the Corporation. The initial Board of Directors shall consist of 11 directors to serve until their successors are duly elected and qualified.

6.02 The names and addresses of the initial Board of Directors are as follows:

Name	Address
April D. Wise	445 Dexter Avenue, Suite 8000, Montgomery, Alabama 36104
Sean K. Ingram	Post Office Box 1402 Dothan, Alabama 36302
Joe M. Chambers	Post Office Box 2246 Dothan, Alabama 36302
James C. ("Jim") Ellis	Post Office Box 9166 Dothan, Alabama 36304
Don Pittman	Post Office Box 311447 Enterprise, Alabama 36331
Donna D. Walker	1521 West Main Street Dothan, Alabama 36301
Craig Pittman	1722 Whatley Drive Dothan, Alabama 36303
Brian R. McLeod	529 Boll Weevil Circle Enterprise, Alabama 36331
Kristin B. Smith	P.O. Box 2450 Montgomery, AL 36102
Rodney C. Thornton	P.O. Box 311070 Enterprise, AL 36331
Tensie Owens	P.O. Box 967 Troy, AL 36081

ARTICLE VII

Bylaws

The Board of Directors shall adopt Bylaws governing the conduct of the business and affairs of the Corporation. Thereafter, the power to alter, amend, or repeal the Bylaws of the Corporation shall be vested in the Board of Directors.

ARTICLE VIII

Dissolution

Upon 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, distribute any remaining assets of the Corporation to one or more organizations described in Section 501(c)(3) of the Code, as provided in a plan of distribution adopted in accordance with the Alabama Nonprofit Corporation Law.

ARTICLE IX

Amendment, Fundamental Corporate Change

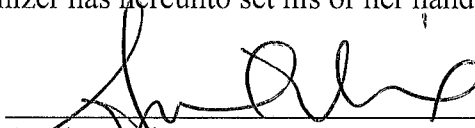
This Certificate of Formation may not be amended, nor may the Corporation adopt a plan of merger, consolidation, or dissolution, without the affirmative votes of a majority of the members of the Board of Directors in office. Further, the Corporation may not sell, lease, exchange, mortgage, pledge, or otherwise dispose of all or substantially all of its property without the affirmative votes of a majority of the members of the Board of Directors in office.

ARTICLE X

Organizer

The organizer of the Corporation is April D. Wise, whose address is Balch & Bingham, LLP, 445 Dexter Avenue, Suite 8000, Montgomery, Alabama 36104.

IN WITNESS WHEREOF, the Organizer has hereunto set his or her hand on this the 12th day of July, 2023.



April D. Wise
Organizer

This Instrument Was Prepared By:

April D. Wise, Esq. (WIS019)
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