

STATE OF ALABAMA)
 :
COUNTY OF TUSCALOOSA)

ARTICLES OF INCORPORATION

OF

THE SOUTHEAST SECTION OF THE NINETY-NINES, INC.

KNOW ALL MEN BY THESE PRESENTS, that for the purpose of forming a non-profit corporation under and pursuant to the Alabama Non-Profit Corporation Act (Act No. 578 of the Regular Session of the Legislature of Alabama, approved September 12, 1955, General Acts, 1955 page 1245) as last amended, with all of the rights, powers, privileges and immunities of a non-profit corporation organized under said Act and laws of the State of Alabama, the undersigned natural person being over twenty-one years of age, acting as agent for and on behalf of the Board of Directors and members, do hereby make, adopt and file these Articles of Incorporation as required by the provisions of said Act, and do hereby set forth and certify as follows:

I. Name. The corporate name of this organization is THE SOUTHEAST SECTION, INC., OF THE NINETY-NINES, INC., a non-profit corporation of the State of Alabama, the resident agent in charge thereof being Jewel E. Hudgins, whose address is No. 1 Hillcrest, Tuscaloosa, Alabama, the registered office of the corporation. The organization is generally referred to more briefly as SOUTHEAST SECTION NINETY-NINES.

II. Specific and primary purpose. The specific and primary purposes of this corporation is not for profit but is to foster, encourage, and advance aeronautical science and its kindred sciences in the states of Alabama, Florida, Georgia, Mississippi, North Carolina, South Carolina, Tennessee, and in the city and area of New Orleans, Louisiana, and such other states and areas as may be included in the territory of the organization.

III. General purpose. The Southeast Section, Inc., as a division of The Ninety-Nines, Inc., has as its general purpose and objectives not inconsistent with those of its parent corporation, as follows:

A. To engage in strictly educational, charitable and/or scientific activities and purposes, and particularly to promote aeronautical science by such means as is not inconsistent with the educational, charitable, and scientific purposes of the corporation.

B. To receive, collect, solicit, and hold funds, gifts, and contributions of property and money; to take by bequest, devise, gift, contribution, donation, transfer, grant, assignment, purchase, lease, or otherwise, for any of its purposes hereinabove described, real, personal and mixed property; to buy, sell, deal with, invest and reinvest, the principal and surplus income therefrom and to distribute any of the same for the purposes hereabove set forth and generally to exercise all and every power for which a non-profit corporation, organized under the laws of the State of Alabama, for educational, charitable, and scientific institutions and organizations can be authorized to exercise, but not any other power.

The corporation shall have the power to receive endowment funds and to administer the same and to apply the principal and income thereof or either the principal or income, exclusively for the purpose hereinabove set forth.

In furtherance of its educational, charitable, and scientific purposes and not in limitation of its general powers conferred by the laws of the State of Alabama, the corporation shall have the power to do all things which for Alabama corporations are normally incident to the operation of an educational, charitable, and scientific organization and provided such powers that ~~may~~ be exercised only in furtherance of exempt purposes within the meaning of Section 501 of the Internal Revenue Code of the United States of America and provided such powers are not forbidden by the Bylaws of this corporation.

This corporation is organized exclusively for educational, charitable, and scientific 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 provision of any future United States Internal Revenue Law). All of the powers and rights above given may be exercised only in furtherance of exempt purposes within the meaning of Section 501 of the Internal Revenue Code of the United States of America.

IV. Limitations. This corporation is a membership corporation, without authority to issue capital stock and not organized for profit pursuant to the General Non-Profit Corporation Law of the State of Alabama, and it does not contemplate pecuniary gain or profit to its members.

Notwithstanding any other provisions contained herein, the following shall apply:

A. No part of the net earnings of the corporation shall inure to the benefit or be distributable to any member, director, officer, trustee, creator, or organizer of the corporation, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for service rendered and to make payments and distributions in furtherance of the purposes set forth exclusively in Section 501 (c) (3) of the Internal Revenue Code of 1954, as further limited by this corporation.

B. The private property of the members shall not be subject to the payment of the corporate debts to any extent whatsoever.

C. 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 any political campaign on behalf of any candidate for public office, including publication or distribution of statements.

D. The corporation shall not carry on any activities not permitted to be carried on (1) by an organization 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 (2) by an organization 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).

V. Membership. The conditions and requirements for membership shall be determined by the Bylaws and any member of the corporation shall be subject to expulsion from membership as provided in the Bylaws. The membership of this corporation, after organization hereof, shall consist of the members of The Southeast Section of the Ninety-Nines, Inc., as appear on the books and records of said organization, to be in good standing, unless said members file their dissents in writing with the secretary, and the membership shall hereafter consist of all members of this corporation as the same shall at any time be constituted under the Bylaws of this corporation. The corporation is authorized to increase or limit the number of its members by amendment of the Bylaws.

VI. Board of Directors. The general management conducting the business and affairs of this corporation shall be vested in the Southeast Section officers plus the immediate past Governor serving as a Board of Directors consisting of five persons. The number of Directors may be changed by the Bylaws. The term of office, qualifications, nomination and election procedure for Directors shall be provided in the Bylaws. The names and places of residence of each of those currently holding office as the Board of Directors of this corporation are as follows:

Peggy Humphrey McCormick, Governor, Box 312, Greenwood,
Mississippi 38930;

Julia Corbett Hall, Vice-Governor, 2115 Sanjo Drive, Lizella,
Georgia 31052;

Mary Jane Law, Secretary, 628 Coral Way, Ft. Lauderdale,
Florida 33301;

Claudia Gail Conn, Treasurer, Rt. Box 230P, Toney, Alabama 35770;

Virginia M. Proctor, Past Governor, 910 Poplar Avenue, Wynne,
Arkansas 72396.

VII. The existence of this corporation is to be perpetual.

VIII. Dissolution. In the event of the liquidation, dissolution or winding up of this corporation, whether voluntary, involuntary or by operation of law, except as may be provided by law, the Board of Directors of this corporation shall have the power to dispose of the total assets of the corporation in such manner as they, in the exercise of an absolute and uncontrolled discretion, may, by a majority vote, determine, provided, however, that such disposition shall be exclusively to charitable, educational, and/or scientific organizations as are then qualified under 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.

IX. Amendments. This corporation reserves the right, if for an exempt purpose within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Code), to amend, alter, change or repeal any provision contained in these articles of Incorporation in the manner now or hereafter prescribed by law and all rights conferred on the Board of Directors, officers or members hereof are granted subject to this reservation.

IN WITNESS WHEREOF the undersigned, being the duly authorized original incorporator hereinabove named, for the purpose of forming a corporation under and in pursuance of the general corporation law of the State of Alabama and the acts mandatory thereof, and supplemental thereto, has executed these Articles of Incorporation.

s/ Jewel E. Hudgins

STATE OF ALABAMA)
 :
COUNTY OF TUSCALOOSA)

Before me, Nancy L. Tucker a Notary Public in and for the State of Alabama at Large, personally appeared Jewel E. Hudgins, who deposes and says that the foregoing Articles of Incorporation, whose name is signed as incorporating agent for this instrument, voluntarily executed the same.

IN WITNESS WHEREOF I have hereunto set my hand and official seal on this the 20 day of September, 1979.

Nancy L. Tucker
Notary Public

CERTIFICATE OF INCORPORATION

OF

THE SOUTHEAST SECTION OF THE NINETY-NINES, INC.

STATE OF ALABAMA)
COUNTY OF TUSCALOOSA)

I, W. Hardy McCollum, Judge of Probate of Tuscaloosa County, Alabama, hereby certify that the Articles and Certificate of Incorporation of The Southeast Section of The Ninety-Nines, a non-profit corporation has this day been filed for record in the Office of the Judge of Probate of Tuscaloosa County, Alabama, and that said Articles and Certificate of Incorporation has been examined and approved by me as being in compliance with the provisions of Chapter 10, Title 10 of the Code of Alabama, as last amended, and that the incorporation of said Corporation, their successors and assigns, constitute a body corporate under the name set forth in Said Articles and Certificate, namely:

THE SOUTHEAST SECTION, INC., OF THE NINETY-NINES, INC.

IN WITNESS WHEREOF, I, the said W. Hardy McCollum as Judge of Probate of Tuscaloosa County, Alabama, hereunto set my hand and affix my official seal on this the 20th day of September, 1979.

W. Hardy McCollum
W. Hardy McCollum, Judge of Probate of
Tuscaloosa County, Alabama