

ARTICLES OF INCORPORATION

OF THE

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AZALEA HOUSE SCHOOL, INC.

These articles of incorporation are signed and acknowledged by the incorporators for the purpose of forming a non-profit corporation under the provisions of the Alabama Non-Profit Corporation Act, as follows:

ARTICLE ONE

The name of the corporation is AZALEA HOUSE SCHOOL, INC.

ARTICLE TWO

The purpose or purposes of this corporation are as follows:

(a) To establish and incorporate a non-profit Montessori Society for the benefit of all people in Huntsville and Madison County, Alabama who are interested in the Montessori Method of instruction.

(b) To own, operate, manage and conduct a school or schools to teach the Montessori Method to school age and preschool age children.

(c) To maintain and apply the standards and principles established by Dr. Maria Montessori during her distinguished career in education and vocational guidance work.

(d) To receive and administer funds for the aforesaid purposes and for no other prupose, and to that end to take and hold by contract, agreement, bequest, devise, gift, purchase, lease, either absolutely or in trust for such objects and purposes or any of them any property real, personal or mixed, without limitations as to amount or value, except such limitations if any, as may be imposed by law; to sell, convey, and dispose of any such property and to deal with such property for any of the aforementioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; and to exercise any, all and every power for which a non-profit corporation organized under the provisions of the Alabama Non-Profit Corporation Act, all for the public welfare can be authorized to exercise, but not any other power. No part of the

activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation.

ARTICLE THREE

The location of the corporation is in the City of Huntsville in the County of Madison, and State of Alabama. The post office address of the registered office in Alabama is: 3514 Wildwood Drive, Huntsville, Alabama. The name of its registered agent at said address is Anne Lieb.

ARTICLE FOUR

Said corporation is organized on a non-stock basis. Said corporation is to be financed under the following general plan: by contributions to it of funds and property absolutely or in trust and by grants received and contracts and agreements entered into for its purposes as herein stated and for no other purpose.

ARTICLE FIVE

The names and places of residence, or business of each of the incorporators are as follows:

Anne Lieb	Huntsville, Alabama
Fred T. Lieb	Huntsville, Alabama
Miriam Gates	Huntsville, Alabama

ARTICLE SIX

The officers of the corporation shall consist of the President who shall also serve as Chairman of the Board, Vice-President who shall also serve as Vice-Chairman of the Board, Secretary and Treasurer. The officers shall be elected for such terms and in the manner prescribed in the bylaws. The Directors shall serve for such terms as are provided for in the bylaws. All Officers of the corporation heretofore described shall be members of the Board of Directors.

ARTICLE EIGHT

The names of the Officers of the corporation chosen for the first year and until their respective successors are elected and qualified are as follows:

President
Vice-President
Secretary
Treasurer

Anne Lieb
Miriam Gates
Virginia Zumbade
Brigitta Ryle

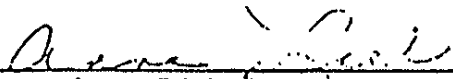
The names of the Members of the Board of Directors chosen for the first year and until their respective successors are elected and qualified are as follows:

Anne Lieb, Chairman	Huntsville, Alabama
Miriam Gates, Vice-Chairman	Huntsville, Alabama
Virginia Zumbade	Huntsville, Alabama
Brigitta Ryle	Huntsville, Alabama
Roger Appell	Huntsville, Alabama
Richard Smith	Huntsville, Alabama
Frazer Williams	Huntsville, Alabama

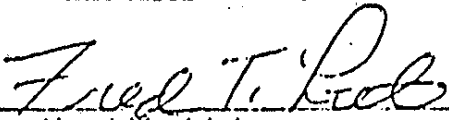
ARTICLE NINE

All of the property of this corporation and accumulations thereof shall be held and administered to effectuate its purposes and to serve the general welfare of the people of Huntsville and Madison County, Alabama. Upon the dissolution of this non-profit corporation for any cause, the assets of the corporation of whatever kind and wherever situated shall be distributed to a non-profit organization using the Montessori Method or to the City of Huntsville, Alabama, to be used for educational purposes.

IN WITNESS WHEREOF the incorporators have signed these Articles of Incorporation on this 15 day of May, 1965.



Anne Lieb



Fred T. Lieb



Miriam Gates

STATE OF ALABAMA

MADISON COUNTY

TO:

Anne Lieb
Fred T. Lieb
Miriam Gates

KNOW YE: That you and your associates and successors are duly organized as a corporation under the name and style of AZALEA HOUSE SCHOOL, INC., and for the purposes expressed in the foregoing pages, having the powers, capacities and authority conferred by law; that said corporation has been in all respects duly organized according to law as appears from the foregoing Certificate of Incorporation, which has been filed in this Court on the 11 day of ~~May~~^{July} 1966, and duly recorded, the tax and license required by law to be paid upon the filing of this certificate having been paid.

WITNESS the hand and seal of the Probate Court of said County of Madison, State of Alabama, on this the 11 day of ~~May~~^{July}, 1966.

Asford Ladd
Judge of Probate of Madison County, Alabama

STATE OF ALABAMA

MADISON COUNTY

I hereby certify that the within and foregoing instrument of writing was filed for record on the 11 day of ~~May~~^{July}, 1966, at 4:08 o'clock, P. M. and duly recorded.

Asford Ladd
Judge of Probate

STATE OF ALABAMA
MADISON COUNTY
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STATE OF ALABAMA
COUNTY OF MADISON

AMENDMENT TO ARTICLES OF INCORPORATION OF THE
AZALEA HOUSE SCHOOL, INC.

KNOW ALL MEN BY THESE PRESENTS: We, the undersigned

VICE-CHAIRMAN

President and

SECRETARY

Secretary, of the Azalea House School, Inc., a non-profit corporation org-
ganized under the laws of the State of Alabama, do hereby certify as follows:

That in accordance with Title 10, Section 235, Code of Alabama of
1940, as amended, the undersigned officers hereby certify that the following
amendment to the Article of Incorporation of said corporation was unanimously
consented to in writing by all members of the corporation entitled to vote with
respect thereto:

~~Article Two of the Articles of Incorporation of said Azalea House~~
School, Inc. is hereby amended by adding:

"(e) Notwithstanding any of the corporate purposes hereinabove
enumerated, the corporation's purposes are limited exclusively
to educational or other purposes specified in section 501 (c)(3)
of the Internal Revenue Code of 1954."

Article Nine of the Article of Incorporation of Azalea House School,
Inc. is hereby amended by adding:

"(a) Notwithstanding any language contained in ARTICLE NINE
hereinabove, upon dissolution of this non-profit corporation for any
cause, the assets of the corporation of whatever kind and wherever
situated shall be distributed to a non-profit organization using the
Montessori Method and which said organization must be exempt from
Federal income tax as an organization described in section 501 (c)
(3) of the Internal Revenue Code of 1954 or said assets may be dis-
tributed to the City of Huntsville, Alabama to be used for public
educational purposes."

IN WITNESS WHEREOF, the undersigned officers of Azalea House
School, Inc., have caused the foregoing amendment to the Article of Incor-
poration of said Azalea House School, Inc. to be executed by said corporation

on the 15th day of DECEMBER, 1966

STATE OF ALABAMA)
MADISON COUNTY)

AMENDMENT TO ARTICLES OF INCORPORATION OF THE
AZALEA HOUSE SCHOOL, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, Fraser K. Williams, Jr. , President, and Elizabeth Bryant Rowe , Secretary, of Azalea House School, Inc., a non-profit corporation organized under the laws of the State of Alabama, do hereby certify as follows:

That in accordance with Title 10, Section 235, Code of Alabama, 1940, as amended, the undersigned officers hereby certify that the following amendment to the Articles of Incorporation of said corporation was unanimously consented to in writing by all members of the corporation entitled to vote with respect thereto:

Article One of the Articles of Incorporation of said Azalea House School, Inc., is hereby amended and changed to read as follows:

"The name of the corporation is MONTESSORI SOCIETY OF HUNTSVILLE."

IN WITNESS WHEREOF, the undersigned officers of Azalea House School, Inc., hereafter to be called Montessori Society of Huntsville, have caused the foregoing amendment to the Articles of Incorporation of the said Azalea House School, Inc., to be executed by said corporation on this the 3rd day of October , 1967.

ATTEST:

Elizabeth Bryant Rowe
Its Secretary

AZALEA HOUSE SCHOOL, INC.

By *Fraser K. Williams, Jr.*
Its President

STATE OF ALABAMA)
MADISON COUNTY)

Before me, the undersigned authority, in and for said State, and said County, on this day personally appeared Fraser K. Williams, Jr. and Elizabeth Bryant Rowe , known to me to be the President and Secretary respectively. of Azalea House School, Inc.

RECORDED
FILED
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STATE OF ALABAMA
MADISON COUNTY