

STATE OF ALABAMA)
)
MADISON COUNTY)

CERTIFICATE OF INCORPORATION
OF
PUBLIC PARK AND RECREATION BOARD OF THE CITY OF MADISON

TO: THE HONORABLE JUDGE OF PROBATE OF MADISON COUNTY, ALABAMA

The undersigned, Taron Thorpe, Scott Harbour, and Dr. Steve Sullins, each of whom is over the age of nineteen (19) years, desiring to organize a body corporate under the provisions of Chapter 60 of Title 11 of the Code of Alabama (1975), as amended (the "Enabling Law"), and being all of the incorporators of the board hereby organized (the "Board"), do make, sign and file this certificate of incorporation (the "Certificate of Incorporation") as follows:

- (1) The names and residence addresses of the incorporators are as follows:

Taron Thorpe
146 Lansdowne Drive
Madison, AL 35758

Dr. Steve Sullins
109 Southern Point Drive
Madison, AL 35758

Scott Harbour
118 Bellingham Drive
Madison, AL 35758

Each of the aforesaid incorporators is a duly qualified elector of, and taxpayer and owner of property in, the City of Madison, Alabama (the "City").

- (2) The duration of the corporate existence of the Board shall be perpetual, unless it shall be dissolved by proceedings taken pursuant to Section 11-60-15 of the Enabling Law.

(3) Permission to organize the Board has been granted by an authorizing resolution duly adopted by the governing body of the City on September 14, 2026. The application filed with the City Council of the City for authorization to form the Board in accordance with Section 11-60-3 of the Enabling Law was identical to the copy thereof attached hereto as Exhibit A. A certified copy of the authorizing resolution of the City is attached hereto as Exhibit B.

(4) The name of the Board is and shall be: "Public Park and Recreation Board of the City of Madison." Attached hereto as Exhibit C is a certificate of the Secretary of State certifying that the name proposed for the Board is not identical to that of any other corporation organized under the laws of the State of Alabama or so nearly similar thereto as to lead to confusion and uncertainty.

(5) The principal office of the Board shall be located at 100 Hughes Rd., c/o City Attorney, Madison, AL 35758, which is located within the corporate limits of the City.

(6) The initial project to be acquired by the Board is an aquatic facility and related facilities and improvements (the "Project"). The Project is to be located within the corporate limits of the City. The Project is the same project set forth in the application filed with the City Council of the City for authorization to form the Board (a copy of which is attached hereto as Exhibit A).

(7) The Board shall have all powers granted to corporations of like nature by the Enabling Law, and any amendment thereof heretofore or hereafter made, and all other powers conferred upon like corporations generally by the laws of the State of Alabama not in conflict with the Enabling Law.

(8) The Board of Directors of the Board shall consist of three (3) directors, all of which shall be elected by the City Council of the City. The initial directors, as elected by the City Council, and the ending dates of their terms of office shall be as follows:

Director and Address

Term of office ending:

Scott Harbour
118 Bellingham Drive
Madison, Alabama 35758

at 12:01 A.M. on the second
anniversary date of the filing for record
of this certificate of incorporation

Dr. Steve Sullins
109 Southern Point Drive
Madison, Alabama 35758

at 12:01 A.M. on the fourth anniversary
date of the filing for record of this
certificate of incorporation

Taron Thorpe
146 Lansdowne Drive
Madison, Alabama 35758

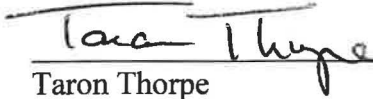
at 12:01 A.M. on the sixth anniversary
date of the filing for record of this
certificate of incorporation

Thereafter, the term of office of each director shall be six years.

(9) Upon dissolution of the District as permitted in Section 11-60-15 of the Enabling Law, title to all funds and property of the Board shall pass to and be vested in the City.

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IN WITNESS WHEREOF, the undersigned incorporators have hereunto subscribed their signatures this 10th day of September, 2026.


Taron Thorpe


Scott Harbour


Dr. Steve Sullins

STATE OF ALABAMA)
)
MADISON COUNTY)

I, Kristen N. Bruseeth, a Notary Public in and for said county in said state, hereby certify that Taron Thorpe, Scott Harbour, and Dr. Steve, whose names are signed to the foregoing Certificate of Incorporation and who are known to me, acknowledged before me on this day that, being informed of the contents of the said Certificate of Incorporation, they executed the same voluntarily.

GIVEN under my hand and official seal of office, this 10th day of September 2026.

Kristen N. Bruseeth

(NOTARIAL SEAL)

Notary Public
My Commission Expires: 12-12-2029

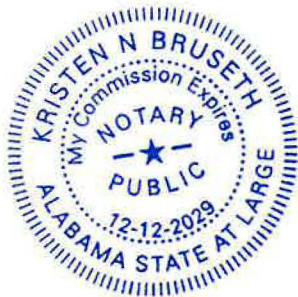


Exhibit A

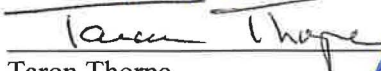
Application

APPLICATION FOR AUTHORITY TO INCORPORATE
A PUBLIC PARK AND RECREATION BOARD

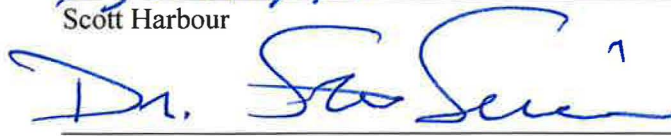
TO: CITY COUNCIL OF THE
CITY OF MADISON, ALABAMA

We, the undersigned natural persons, each of whom is a duly qualified elector of, and taxpayer and owner of property in, the City of Madison, Alabama (herein called the "City"), do hereby file with the governing body of the City this application in writing, and do hereby make application for authority to incorporate a public corporation (the "Board") pursuant to the provisions of Chapter 60 of Title 11 of the Code of Alabama (1975), as amended. The initial project to be acquired by the Board is an aquatic facility and related facilities and improvements (the "Project"). The Project will be located in the City. The Board will be governed by a board of directors consisting of three (3) directors, which shall be elected by the City Council of the City. The principal office of the Board will be located at 100 Hughes Road, c/o City Attorney, Madison, AL 35758. Upon dissolution of the Board as permitted in Section 11-60-15 of the Code of Alabama (1975), as amended, title to all funds and property of the Board shall pass to and be vested in the City. We hereby request that this application be granted and that a proper resolution be adopted by the City Council of the City (i) finding that there is a public need for the Project and declaring that it is wise, expedient, necessary, or advisable that the above described Board be formed under the name "Public Park and Recreation Board of the City of Madison," (ii) approving the certificate of incorporation ("Certificate of Incorporation") of the Board (a copy of which is attached as Exhibit I), and (iii) authorizing the undersigned to proceed to form the Board by filing for record the Certificate of Incorporation in accordance with the provisions of Section 11-60-5 of the Code of Alabama (1975), as amended.

WITNESS our signatures this 10th day of September 2026.


Taron Thorpe


Scott Harbour


Dr. Steve Sullins