

STATE OF ALABAMA )  
                          \*     DECLARATION OF INCORPORATION  
BALDWIN COUNTY    )

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, desiring to associate ourselves together, not for pecuniary profit in the sense of paying interest or dividends on stock, but for mutual benefit through the application of co-operation, do hereby file this declaration in writing to become a body corporate under the provisions of Title 10, Section 168, of the Code of Alabama of 1940:

ARTICLE I

Name of Corporation: The name of the corporation shall be "WHITE HOUSE WATER SYSTEM."

ARTICLE II

Purposes of the Corporation: The purposes for which this corporation is formed are:

a. To own, by purchase or otherwise, lease, rent or in any other manner lawfully acquire, and to sell, rent, lease or assign to any other person, firm, corporation, county or municipality, pipelines and mains, for the transportation, delivery, distribution and sale of water; and to construct, build, maintain, and operate a water system or systems for the supplying of water for domestic, commercial, agricultural, industrial and other purposes to its members, and for the sale of any surplus water remaining after the needs of its members have been satisfied and met to individuals, firms, corporations, counties or municipalities and to engage in any activity related to the ownership, purchase or other acquisition of pipelines and mains and the water systems including but not being limited to, the acquisition of water by appropriation, drilling, pumping or purchase, and the ownership or other acquisition or disposition of such property, real, personal or mixed, including wells, pumps, pumping equipment, water mains,

State of Alabama, Baldwin County  
Judge of Probate in and for said state and county, hereby certify that

the within is a true and correct copy of  
Book 19 Page 295-300  
6-pg Incorporation

as it appears on record in my office.  
Given under my hand this 2 day of Feb 20 21

Harry D. Oliver, Jr. Probate Judge

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pipelines, valves, meters and all other equipment necessary to the construction, maintenance and operation of a water system or systems and necessary to the conduct of any of the business of this corporation and not contrary to the law of the State of Alabama.

b. To borrow money from any source, and, from time to time, make, accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange, or other obligations of the corporation for monies borrowed or in payment for property acquired or for any of the other objects or purposes of the corporation or its business, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon, assignment of, or agreements in regard to, all or any part of the property, rights or pledges of the corporation wherever situated, whether now owned or hereafter to be acquired.

c. To purchase, or otherwise acquire, and to hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock or bonds, debentures, or other evidences of indebtedness created by any other corporation or corporations or association engaged in any related activity, and while the holder thereof, to exercise all the rights, privileges of ownership, including the right to vote thereon.

d. To join or consolidate with, and to enter into agreements and cooperative relations not in contravention of the law with, any persons, firms, associations or corporations, governmental, municipal, or otherwise, in connection with carrying out all or any part of the purposes of this corporation.

e. To establish reserves and to invest the funds thereof in stocks, bonds and other property as the Board of Directors may in their judgment, deem satisfactory.

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f. To make charges for services and to levy assessments in such manner and in such amount or amounts as may be provided in the by-laws of this corporation.

g. To have and exercise all powers, privileges and rights conferred on corporations by the laws of the State of Alabama, including, but not being limited to, the provisions of Title 10, Section 168 of the Code of Alabama of 1940, together with all powers and rights incidental in carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the act under which this corporation is formed; and subject to all limitations, restrictions and conditions imposed upon corporations by the laws of the State of Alabama.

h. To sell, lease, exchange, mortgage, pledge, or make other disposition of all, or substantially all, the property and assets, with or without the good will, of the corporation, including shares of any other corporation, domestic or foreign, as may be authorized in the following manner:

(1) The board of directors shall adopt a resolution recommending such sale, lease, exchange, mortgage, pledge, or other disposition and directing the submission thereof to a vote at a meeting of members, which may be either an annual or a special meeting.

(2) Written or printed notice shall be given to each member of record entitled to vote at such meeting within the time and in the manner provided for the giving of notice of meeting of members, and, whether the meeting be an annual or a special meeting, shall state that the purpose, or one of the purposes, of such meeting is to consider the proposed sale, lease, exchange, mortgage, pledge or other disposition.

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(3) At such meeting the members may authorize such sale, lease, exchange, mortgage, pledge or other disposition and may fix or may authorize the board of directors to fix, any or all of the terms and conditions thereof and the consideration to be received by the corporation therefor. Such authorization shall require the affirmative vote of the holders of at least two-thirds of the members present and voting.

(4) After such authorization by a vote of members, the board of directors nevertheless, in its discretion, may abandon such sale, lease, exchange, mortgage, pledge, or other disposition of assets, subject to the rights of third parties under any contracts relating thereto, without further action or approval by members.

#### ARTICLE III

Principal Place of Business: The principal place of business of the corporation shall be the unincorporated area of Baldwin County, Alabama, that is known generally as the White House Community, Bay Minette, Alabama.

#### ARTICLE IV

Period of Duration: The period of existence or duration of this corporation shall be perpetual.

#### ARTICLE V

Ownership of Corporation: This corporation shall not have capital stock, but its ownership shall be represented by membership certificates.

#### ARTICLE VI

Admission of Members: Under such terms and conditions as may be hereafter prescribed by its by-laws, this corporation

shall admit as members such persons, partnerships, corporations, or other legal entities, having a reasonable accessibility to the source of, and who desire to have water and services supplied for domestic, commercial, agricultural, industrial or other uses from the water system constructed, maintained and operated by this corporation. The corporation shall not be required to admit additional members if the capacity of its water system is exhausted by the needs of its existing members and such other persons to whom it is then or has been supplying water.

ARTICLE VII

Liability of Members: The private property of the members of this corporation shall not be subject to the payment of debts of this corporation to any extent whatsoever.

ARTICLE VIII

Names and Addresses of Charter Members: The names and addresses of the persons desiring to become a body corporate as herein described are as follows:

<u>Name:</u>	<u>Address:</u>
J. Z. Long	Bay Minette, Alabama
Aubrey L. Trawick	Bay Minette, Alabama
Olsen Long	Bay Minette, Alabama
Charles W. Ganey	Bay Minette, Alabama
Clifford R. Godwin	Bay Minette, Alabama
John W. Davis	Bay Minette, Alabama
Lonell Peacock	Bay Minette, Alabama
Ray Rider	Bay Minette, Alabama
Hilton Smith	Bay Minette, Alabama
Ted Wallace	Bay Minette, Alabama
Ricky Richerson	Bay Minette, Alabama
Joseph G. Rider, Jr.	Bay Minette, Alabama

and they shall be known as the Charter Members.

ARTICLE IX

Organizational Meeting: Upon the issuance to this corporation of a charter in accordance with the laws of the State of Alabama, the charter members shall hold a meeting for the purpose of organizing the corporation, and shall, at such meeting, adopt by-laws for the conduct of the business and affairs of the corporation, elect from their number a board of directors which shall consist of not less than five (5) members, adopt a seal, and conduct such other business as might properly come before such a meeting.

ARTICLE X

Election of Officers: Following the organizational meeting of the charter members, the board of directors elected at such organizational meeting shall forthwith hold a meeting for the purpose of electing officers of the corporation, adopting rules and regulations for the operation of the business of the corporation and such other business as may properly come before such meeting.

IN WITNESS WHEREOF, we, the incorporators, have hereunto set our hands and seals on this the 1st day of November, 1971.

<u>J. Z. Long</u>	<u>Olsen R. Long</u>
<u>Jack Jackson</u>	<u>Antony J. Sawick</u>
<u>Charles W. Henry</u>	<u>Charles Ray Rader</u>
<u>John W. Davis</u>	<u>Jonell Peard</u>
<u>William C. Smith</u>	<u>Ed Wallace</u>
<u>Clifford R. Ladwin</u>	<u>John K. Kibbie</u>

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STATE OF ALABAMA,  
BALDWIN COUNTY  
I certify that this instrument was filed on

FEB 7 1972 10:40 AM

and that no tax was collected. Recorded in Corp.  
Book 19  
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By William D. Oline Judge of Probate