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C. Delbert Hosemann, Jr.
Secretary of State

DELBERT HOSEMANN
Secretary of State

P.O. BOX 136
JACKSON, MS 39205-0136

TELEPHONE: (601) 359-1633

Articles of Incorporation

Business Information

Business Type: Non-Profit Corporation
Business Name: Southern Utility Resources
Business Email: southernutilityres@gmail.com
Period of Duration: Perpetual
Initial planned non-profit activity: Other
Other: See attached

NAICS Code/Nature of Business

237110 - Water and Sewer Line and Related Structures Construction

Registered Agent

Name: George Murphy
Address: 2336 Government Street
Ocean Springs, MS 39564

Signature

The undersigned certifies that:

- 1) he/she has notified the above-named registered agent of this appointment;
- 2) he/she has provided the agent an address for the company, and;
- 3) the agent has agreed to serve as registered agent for this company

By entering my name in the space provided, I certify that I am authorized to file this document on behalf of this entity, have examined the document and, to the best of my knowledge and belief, it is true, correct and complete as of this day **05/28/2019**.

Name:
Sarah E. Hoffmann
Incorporator

Address:
One Federal Place, 1819 Fifth Avenue North, Suite 1000
Birmingham, AL 35203

ATTACHMENT TO ARTICLES OF INCORPORATION
OF
SOUTHERN UTILITY RESOURCES

This Attachment and the electronic form it accompanies constitute the Articles of Incorporation pursuant to Section 79-11-137 of the Mississippi Nonprofit Corporation Act, Mississippi Code of 1972, Section 79-11-101, *et seq.*, as amended (the “Act”). The purpose of this Attachment is to supplement the electronic form to include additional provisions and comply with the Act.

1. Purposes. The purposes for which Southern Utility Resources (the “Corporation”) is organized, in general terms, are as follows:

a. To operate exclusively for such educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any subsequent federal tax law (hereinafter referred to as the “Code”);

b. To benefit and support communities in the Southeastern United States through educational activities related to water consumption and conservation and natural gas safety;

c. To improve water, sewer, and natural gas infrastructure in the Southeastern United States; and

d. To engage in any other lawful act or activity for which corporations may be organized under the Act, in furtherance of the foregoing purposes.

2. Powers. In furtherance of its corporate purposes, the Corporation shall have all the general powers enumerated in Section 79-11-151 of the Act as now in effect or as hereafter may be amended.

3. Restrictions. Provisions for the regulation of the internal affairs of the Corporation are as follows:

a. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 in the purpose clause hereof.

b. 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 (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

c. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

4. Indemnification.

The Corporation shall indemnify its directors and officers to the fullest extent permitted by law and shall advance funds to pay for or reimburse expenses in accordance with Section 79-11-281 of the Act to the fullest extent permitted by law.

If the Act or, by reference, if appropriate, the Mississippi Business Corporation Act (“MBCA”), hereafter is amended to authorize further indemnification of directors, then the indemnification of a director of the Corporation shall be authorized to the fullest extent permitted by the amended Act or MBCA, as appropriate.

In the event that any of the provisions of these Articles (including any provision within a single sentence) are held by a court of competent jurisdiction to be invalid, void, or otherwise unenforceable, the remaining provisions are severable and shall remain enforceable to the fullest extent permitted by law.

5. Limitation of Director Liability.

A member of the Board of Directors of the Corporation shall not be personally liable to the Corporation or its members for money damages for any action taken, or any failure to take any action, as a Board Director, except liability for (i) the amount of a financial benefit received by the Board Director to which the Board Director is not entitled, (ii) an intentional infliction of harm, (iii) an intentional violation of criminal law, or (iv) a violation of Section 79-11-270 of the Act.

Any repeal or modification of the provisions of this Article shall be prospective only, and shall not adversely affect any limitation on the personal liability of a Board Director of the corporation with respect to any act or omission occurring prior to the effective date of such repeal or modification.

If the Act or, by reference, if appropriate, the MBCA, hereafter is amended to authorize the further elimination or limitation of the liability of Board Directors, then the liability of a Board Director of the Corporation, in addition to the limitation on personal liability provided herein, shall be limited to the fullest extent permitted by the amended Act or MBCA, as appropriate.

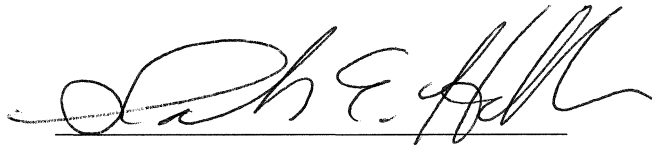
In the event that any of the provisions of this Article (including any provision within a single sentence) are held by a court of competent jurisdiction to be invalid, void, or otherwise

unenforceable, the remaining provisions are severable and shall remain enforceable to the fullest extent permitted by law.

6. Dissolution. Upon the termination, dissolution or winding up of the Corporation in any manner or for any reason, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation shall be applied and distributed in accordance with a plan of distribution adopted by the Board of Directors. Under such plan, the assets must be applied for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code or shall be distributed to a state or local government for a public purpose.

7. No Membership; Board of Directors. The Corporation shall have no voting members. Full control and management over the activities and affairs of the Corporation shall be vested in a Board of Directors which members shall be designated in accordance with the Bylaws of the Corporation. However, the Board of Directors of the Corporation shall have the power to admit non-voting members to the Corporation in such manner, subject to such qualifications, and upon such terms and conditions and with such rights and privileges as may be provided from time to time in the Bylaws of the Corporation and as are not inconsistent with any provision of these Articles of Incorporation. Members may be divided into one or more classes.

8. Amendment. These Articles of Incorporation may be amended or modified from time to time in accordance with the Act; provided, that, no such amendment or modification may eliminate the purpose of the Corporation as set forth in Article 1 above. These Articles of Incorporation are signed by the Incorporator of Southern Utility Resources.



Sarah E. Hoffmann
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