

STATE OF ALABAMA

HOMEOWNERS' ASSOCIATION (HOA)  
DOMESTIC NONPROFIT CORPORATION  
CERTIFICATE OF FORMATION

PURPOSE: In order to form a Homeowners' Association (hereinafter HOA) under Title 35, Chapter 20 as a Nonprofit Corporation under Section 10A-1-3.05 and 10A-3-3.02 of the Code of Alabama 1975 this Certificate Of Formation, all required attachments, and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county in which the development, or any part thereof, is located. **The information required in this form is required by Title 10A and Title 35.**

(For County Probate Office Use Only)

INSTRUCTIONS: Mail three (3) signed copies of this completed form and the appropriate filing fees to the Office of the Judge of Probate in the county in which the development or any part thereof, is located. **Contact the Judge of Probate's Office to determine the county filing fees.** **Make a separate check or money order payable to the Secretary of State for the state filing fee of \$100.00** for standard filing and the Judge of Probate's Office will transmit the fee along with a certified copy of the Certificate to the Office of the Secretary of State within 10 days after the Certificate is filed. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment. Your entity will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored (\$30.00 fee).

**The information completing this form must be typed (for your convenience the information is fill-able on this computer form on the website above).**

1. The name of the HOA: \_\_\_\_\_
2. **A copy of the Name Reservation certificate from the Office of the Secretary of State must be attached.**

3. This is a nonprofit corporation which (MUST check one):

\_\_\_ has Members **or** \_\_\_ has no Members

This form was prepared by: (type name and full address)

(For SOS Office Use Only)

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4. The name of the Registered Agent: \_\_\_\_\_

The entity ID # of the registered agent if the agent is an entity/organization/business – AL ID # \_\_\_\_\_ - \_\_\_\_\_

**Satisfies requirement that entity/organization must be a registered business in Alabama per 10A-1-5.31.**

5. Street (**No PO Boxes**) address in Alabama of Registered Agent (must be where registered agent is located):

\_\_\_\_\_

Mailing address of Registered Agent in Alabama (if different from street address): \_\_\_\_\_

\_\_\_\_\_

6. Purpose for which corporation is formed: Homeowners’ Association – Nonprofit Corporation; the purpose includes the transaction of any lawful business for which HOAs may be incorporated in Alabama under Title 35, Chapter 20 of the Code of Alabama.

7. Period of duration shall be perpetual unless stated otherwise by an attached exhibit.

8. The name of the Incorporator: \_\_\_\_\_

Address of Incorporator: \_\_\_\_\_

**Attach a listing if more Incorporators need to be added (type “see attached” in the name line).**

9. The number of Directors constituting the initial Board of Directors is \_\_\_\_\_. The initial Directors names and addresses must be listed in this Certificate of Formation.

Director’s Name: \_\_\_\_\_

Address of Director: \_\_\_\_\_

Director’s Name: \_\_\_\_\_

Address of Director: \_\_\_\_\_

Director’s Name: \_\_\_\_\_

Address of Director: \_\_\_\_\_

**Attach listing if more Directors need to be added (type “see attached” in the name line for the first Director on this form).**

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**10. REQUIRED ATTACHMENTS per Title 35, Chapter 20 - This organization document shall provide for all of the following:**

- 1} methods of efficient communication with the members of the association unless a different method is required by Chapter 3, Title 10A, Code of Alabama 1975. **On an attachment list all types of communication such as emails, newsletters, meetings, posted signage, correspondence, etc.. Attach any section of the governing documents that pertains to required communication with the members.**
  - 2} rules and regulations for the conduct of any meetings of the association - **Attach the appropriate section of the bylaws or governing documents detailing the conduct of meetings, if any.**
  - 3} the compilation, organization, and maintenance of full and complete financial records of the association available to any member at a reasonable time and place upon the payment of reasonable associated costs - **Attach an example of the financial records that will be made available to members upon request and payment.**
  - 4} reasonable rules and regulations for the use, maintenance, repair, replacement, or modification of any common areas, if any, including penalties for violations - **Attach copies of the appropriate rules and regulations.**
  - 5} power to grant easements, leases, licenses, and concessions through or over the common areas, if any. **Attach a copy of the document(s) granting these powers.**
  - 6} statements regarding the payment of dues and assessments to be provided to any person having an interest, upon the payment of reasonable associated costs – **Attach the appropriate statement and/or any document(s) requiring the statements.**
  - 7} preparation and submission of the annual budgets of the association to the members – **Attach section of governing documents regarding annual budgets and reporting of same.**
  - 8} **The undersigned certifies that the Homeowners' Association will do any other act a nonprofit is required to do under the law.**
11. In addition to the required items in item 10 of this document, **the organizational documents of a Homeowners' Association may provide for the following – CHECK ALL THAT APPLY TO THIS HOA:**

- Indemnification and insurance for the association, its officers, and directors
- Fidelity bonds for any person or entity having custody or control of any funds of the association
- Periodic audits of the financial records of the association
- Power to acquire real and personal property for the benefit of the association and its members
- Power to hire and discharge managing agents and other employees, agents, and independent contractors

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- 12. The undersigned certify that the homeowners’ association provided for by declaration and subject to the Alabama Homeowners’ Association Act shall be formed by this filing prior to the conveyance of any lot in the development by the declarant in accordance with the requirements of Title 35, Chapter 20.
- 13. Unless an attachment to this Certificate of Formation provides that a change in the number of directors shall be made only by amendment to the Certificate of Formation, a change in the number of directors made by amendment to the bylaws shall be controlling. In all other cases, whenever a provision of the Certificate of Formation is inconsistent with a bylaw, the provision of the Certificate of Formation shall be controlling. [Per 10A-3-3.02(c)]
- 14. If a conflict exists between the declaration and the governing documents of a homeowners’ association, the declaration prevails, except to the extent that the declaration is inconsistent with the Alabama Homeowners’ Association Act.
- 15. The filing of the limited liability company is effective immediately on the date filed by the Judge of Probate or at **the delayed filing date** (cannot be prior to the filing date of the Judge of Probate) specified in this filing. [10A-1-4.12] If a delayed effective date is not desired do not complete the information in this item.

The undersigned specify \_\_\_\_ / \_\_\_\_ / \_\_\_\_ as the delayed effective date (must be on or after the date filed in the office of the county Judge of Probate, but no later than the 90th day after the date this instrument was signed) and the time of filing to be \_\_\_\_ : \_\_\_\_ AM or \_\_\_\_ PM. (cannot be noon or midnight – 12:00)

\_\_\_ Attached are any other provisions that are not inconsistent with law relating to organization, ownership, governance, business, or regulation of the internal affairs of the HOA nonprofit corporation, including any provisions for distribution of assets on dissolution or final liquidation.

**Additional Signatures May Be Attached**

\_\_\_\_\_  
Date (MM/DD/YYYY)

\_\_\_\_\_  
Signature as required by 10A-1-3.04

\_\_\_\_\_  
Typed Name of Above Signature

\_\_\_\_\_  
Typed Title/Capacity to Sign under 10A-1-3.04

**Secretary of State Credit Card or Prepaid Payment Option/Return/Hold Sheet:** If you do not send an acknowledgement copy and a pre-addressed postage paid envelope with the filing or provide an email return on this form, you will not receive a credit card or prepaid account receipt from the Secretary of State's Office. Hold for pickup request will have the receipt attached. The document of record will be stamped showing the receipt of the filing fee and expedite fee but will not show convenience fees which will be charged by your card service provider (generally these fees are between 2% and 5% of the total charge).

**Information MUST be typed or filing will be returned without review.**

Entity Name: \_\_\_\_\_

AL Entity ID #, required for all filings other than formation/registration: \_\_\_\_\_ - \_\_\_\_\_ (ex: 000-000)

Service Requested: \_\_\_\_\_ \$100.00 Homeowners Association Formation filing fee

\_\_\_\_\_ \$100.00 Expedited Processing fee **(must be included with initial filing)**

Hold at Front Desk for Pick-up by: \_\_\_\_\_

(Service providers who run couriers for pick-up)

**There is no notification service and there will not be a call for pick-up.**

Return via email (only one email): \_\_\_\_\_

**No paper copy will be sent if email is provided.**

\_\_\_\_\_ Charge fees to prepaid account: Account Number \_\_\_\_\_  
and Account Name \_\_\_\_\_

\_\_\_\_\_  
Typed Name & Signature of Authorized Individual on Account

\_\_\_\_\_ Credit Card Type: \_\_\_\_\_ (Visa, MC, Discover & AmEx)

Card Number: \_\_\_\_\_ Expiration Mo/Yr: \_\_\_\_\_ / \_\_\_\_\_ (MM/YY)

Card Holder Name: \_\_\_\_\_

Complete Billing Address: \_\_\_\_\_  
Street or PO

\_\_\_\_\_ City State Zip

Signature of Card Holder: \_\_\_\_\_

**MUST be Signature of Card Holder**