

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 Alabama Secretary of State. **The information required in this form is required by Title 10A and Title 35.**

INSTRUCTIONS: Mail one (1) signed original and one (1) copy of this completed form along with a self-addressed, stamped envelope with the filing fee of \$200.00 (credit card, check, or money order) to the **Secretary of State, Business Services, P.O. Box 5616, Montgomery, Alabama 36103-5616**. The Secretary of State shall pay the sum of \$100.00 to the county treasurer for the county in which the office of the initial registered agent for that entity is located. The Certificate will not be registered if the credit/debit card does not authorize and will be removed from the index if the check is dishonored (\$30 fee).

This form must be typed.

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

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):

*COUNTY of above address: _____

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

(For SOS Office Use Only)

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

DOMESTIC HOA CERTIFICATE OF FORMATION

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).

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.**

DOMESTIC HOA CERTIFICATE OF FORMATION

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.**

10. 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

11. 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.

12. 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)]

13. 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.

14. 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.

*County of Registered Agent is requested in order to determine distribution of County filing fees

DOMESTIC HOA CERTIFICATE OF FORMATION

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

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

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 you will not receive a 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 but will not show convenience fees (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: _____

Service Requested: \$200.00 Homeowners Association Formation filing fee

Hold at Front Desk for Pick-up by: _____

There is no notification service/call for pick-up. (Service providers who run couriers for pick-up)

Choose one of the following:

_____ Check/money order is attached-Please make one check payable for each filing to the Alabama Secretary of State. Do not use one check for multiple filings.

_____ 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