Form **990-EZ**

Department of the Treasury
Internal Revenue Service

Short Form
Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)

▶ Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990 All other organizations with gross receipts less than $500,000 and total assets less than $1,250,000 at the end of the year may use this form

▶ *The organization may have to use a copy of this return to satisfy state reporting requirements*

OMB No 1545-1150

2009

Open to Public Inspection

A For the 2009 calendar year, or tax year beginning 01/01 **, 2009, and ending** 12/31 **, 20** 09

B Check if applicable	Please use IRS label or print or type. See Specific Instructions	C Name of organization		D Employer identification number
☐ Address change		HANDS ON BIRMINGHAM INC		63-1207098
☐ Name change		Number and street (or P.O box, if mail is not delivered to street address)	Room/suite	E Telephone number
☐ Initial return				
☐ Terminated		PO Box 320189		205-251-5849
☐ Amended return		City or town, state or country, and ZIP + 4		F Group Exemption
☐ Application pending		Birmingham, AL 35232-0189		Number ▶

• *Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).*

G Accounting Method. ☑ Cash ☐ Accrual
Other (specify) ▶

H Check ▶ ☐ if the organization is **not** required to attach Schedule B (Form 990, 990-EZ, or 990-PF).

I Website: ▶ www.handsonbirmingham.org

J Tax-exempt status (check only one) — ☑ 501(c) (3) ◀ (insert no) ☐ 4947(a)(1) or ☐ 527

K Check ▶ ☐ if the organization is not a section 509(a)(3) supporting organization **and** its gross receipts are normally **not** more than $25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts, if $500,000 or more, file Form 990 instead of Form 990-EZ ▶ $ 145,701

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I.)

Revenue	1	Contributions, gifts, grants, and similar amounts received			1	122,493
	2	Program service revenue including government fees and contracts			2	2,650
	3	Membership dues and assessments			3	0
	4	Investment income			4	0
	5a	Gross amount from sale of assets other than inventory	5a	0		
	b	Less: cost or other basis and sales expenses	5b	0		
	c	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)			5c	0
	6	Special events and activities (complete applicable parts of Schedule G). If any amount is from gaming, check here ▶ ☐				
	a	Gross revenue (not including $ 0 of contributions reported on line 1)	6a	20,558		
	b	Less: direct expenses other than fundraising expenses	6b	11,309		
	c	Net income or (loss) from special events and activities (Subtract line 6b from line 6a)			6c	9,249
	7a	Gross sales of inventory, less returns and allowances	7a	0		
	b	Less: cost of goods sold	7b	0		
	c	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)			7c	0
	8	Other revenue (describe ▶)			8	0
	9	**Total revenue.** Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8 ▶			9	134,392
Expenses	10	Grants and similar amounts paid (attach schedule)			10	0
	11	Benefits paid to or for members			11	0
	12	Salaries, other compensation, and employee benefits			12	125,474
	13	Professional fees and other payments to independent contractors			13	17,376
	14	Occupancy, rent, utilities, and maintenance			14	7,884
	15	Printing, publications, postage, and shipping			15	40
	16	Other expenses (describe ▶ See Statement 1)			16	55,867
	17	**Total expenses.** Add lines 10 through 16 ▶			17	206,641
Net Assets	18	Excess or (deficit) for the year (Subtract line 17 from line 9)			18	-72,249
	19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)			19	-1,006
	20	Other changes in net assets or fund balances (attach explanation) See Statement 2			20	3,018
	21	Net assets or fund balances at end of year. Combine lines 18 through 20 ▶			21	-70,237

RECEIVED
NOV 22 2010
OGDEN, UT

Part II Balance Sheets. If Total assets on line 25, column (B) are $1,250,000 or more, file Form 990 instead of Form 990-EZ.

Line	(See the instructions for Part II.)	(A) Beginning of year	Line	(B) End of year
22	Cash, savings, and investments	0	22	0
23	Land and buildings	0	23	0
24	Other assets (describe ▶)	0	24	0
25	**Total assets**	0	25	0
26	**Total liabilities** (describe ▶ See Statement 3)	1,006	26	70,237
27	**Net assets or fund balances** (line 27 of column (B) **must** agree with line 21)	-1,006	27	-70,237

SCANNED DEC 20 2010

9-9 16

Part III **Statement of Program Service Accomplishments** (See the instructions for Part III.)

What is the organization's primary exempt purpose? Providing flexible volunteer opportunities

Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title.

Expenses (Required for section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts, optional for others.)

28	In 2009, HOB managed 324 service projects with 17,596 volunteer hours. HOB referred 679 volunteers to other agencies. Events included feeding the hungry, refurbishing low-income houses, sorting donations at shelters, tutoring/mentoring youth, visiting the elderly, cleaning and rehabilitating parks and schools.		
	(Grants $ 0) If this amount includes foreign grants, check here ▶ ☐	28a	206,641
29			
	(Grants $) If this amount includes foreign grants, check here ▶ ☐	29a	
30			
	(Grants $) If this amount includes foreign grants, check here ▶ ☐	30a	
31	Other program services (attach schedule)		
	(Grants $) If this amount includes foreign grants, check here ▶ ☐	31a	
32	**Total program service expenses** (add lines 28a through 31a) ▶	32	206,641

Part IV **List of Officers, Directors, Trustees, and Key Employees.** List each one even if not compensated. (See the instructions for Part IV.)

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-.)	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
Candi Williams PO Box 320189, Birmingham, AL 35232-0189	Director, 40	45,823	14,422	0
John A Langloh PO Box 320189, Birmingham, AL 35232-0189	Board Member, 5	0	0	0
Sara Newell PO Box 320189, Birmingham, AL 35232-0189	Board Member, 15	0	0	0
Kelly Carlton PO Box 320189, Birmingham, AL 35232-0189	Board Member, 5	0	0	0
Jason Woodard PO Box 320189, Birmingham, AL 35232-0189	President, 1	0	0	0
Mike O'Kain PO Box 320189, Birmingham, AL 35232-0189	Vice President, 1	0	0	0
Heather Lee PO Box 320189, Birmingham, AL 35232-0189	Treasurer, 1	0	0	0
Kellie Covington PO Box 320189, Birmingham, AL 35232-0189	Board Member, 1	0	0	0
Noelle Fleming PO Box 320189, Birmingham, AL 35232-0189	Immediate Past President, 1	0	0	0
Angie McEwen PO Box 320189, Birmingham, AL 35232-0189	Board Member, 1	0	0	0
Mike Cunningham PO Box 320189, Birmingham, AL 35232-0189	Secretary, 1	0	0	0
Helen Kathryn Downs PO Box 320189, Birmingham, AL 35232-0189	Board Member, 1	0	0	0
Jaime Harding PO Box 320189, Birmingham, AL 35232-0189	Board Member, 1	0	0	0
Sarah Latham PO Box 320189, Birmingham, AL 35232-0189	Board Member, 1	0	0	0
Leslie Marriner PO Box 320189, Birmingham, AL 35232-0189	Board Member, 1	0	0	0
Bill Mylius PO Box 320189, Birmingham, AL 35232-0189	Board Member, 1	0	0	0
Kevin Owens PO Box 320189, Birmingham, AL 35232-0189	Board Member, 1	0	0	0
(Continued on Statement 4)				

Part V **Other Information** (Note the statement requirements in the instructions for Part V.)

			Yes	No
33	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity	33		✓
34	Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes	34	✓	
35	If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but **not** reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T.			
a	Did the organization have unrelated business gross income of $1,000 or more or was it subject to section 6033(e) notice, reporting, and proxy tax requirements?	35a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	35b		
36	Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N	36		✓
37a	Enter amount of political expenditures, direct or indirect, as described in the instructions. ▶ 37a 0			
b	Did the organization file **Form 1120-POL** for this year?	37b		✓
38a	Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee **or** were any such loans made in a prior year and still outstanding at the end of the period covered by this return?	38a		✓
b	If "Yes," complete Schedule L, Part II and enter the total amount involved 38b			
39	Section 501(c)(7) organizations. Enter:			
a	Initiation fees and capital contributions included on line 9 39a			
b	Gross receipts, included on line 9, for public use of club facilities 39b			
40a	Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under: section 4911 ▶ 0 ; section 4912 ▶ 0 ; section 4955 ▶ 0			
b	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I	40b		✓
c	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ 0			
d	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization ▶ 0			
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T.	40e		✓

41 List the states with which a copy of this return is filed. ▶

42a The organization's books are in care of ▶ United Way of Central Alabama Inc Telephone no. ▶ 205-251-5849
Located at ▶ 3600 8th Avenue South, Birmingham, AL 35222 ZIP + 4 ▶ 35222

			Yes	No
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	42b		✓
	If "Yes," enter the name of the foreign country: ▶ See the instructions for exceptions and filing requirements for **Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.**			
c	At any time during the calendar year, did the organization maintain an office outside of the U.S.?	42c		✓
	If "Yes," enter the name of the foreign country: ▶			

43 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of **Form 1041**—Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the tax year ▶ 43

			Yes	No
44	Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ	44		✓
45	Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If "Yes," Form 990 must be completed instead of Form 990-EZ.	45		✓

Part VI **Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only.** All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46–49b and complete the tables for lines 50 and 51.

			Yes	No
46	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	46		✓
47	Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II	47		✓
48	Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	48		✓
49a	Did the organization make any transfers to an exempt non-charitable related organization?	49a		✓
b	If "Yes," was the related organization a section 527 organization?	49b		

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than $100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each employee paid more than $100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
None				

f Total number of other employees paid over $100,000 ▶

51 Complete this table for the organization's five highest compensated independent contractors who each received more than $100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each independent contractor paid more than $100,000	(b) Type of service	(c) Compensation
None		

d Total number of other independent contractors each receiving over $100,000 ▶

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

▶ [signature] 11/15/10
Signature of officer Date

▶ Kelly Carlton, Board Member
Type or print name and title

Paid Preparer's Use Only

Preparer's signature ▶	Date	Check if self-employed ▶ ☐	Preparer's identifying number (See instructions)
Firm's name (or yours if self-employed), address, and ZIP + 4 ▶		EIN ▶	
		Phone no ▶	

May the IRS discuss this return with the preparer shown above? See instructions ▶ ☐ Yes ☐ No

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047
2009
Open to Public Inspection

Name of the organization: HANDS ON BIRMINGHAM INC

Employer identification number: 63 1207098

Part I **Reason for Public Charity Status** (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box)

1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)
3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state:
5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)
6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
7 ☑ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II)
8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
9 ☐ An organization that normally receives: (1) more than 33⅓ % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33⅓ % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III)
10 ☐ An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**
11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.

a ☐ Type I b ☐ Type II c ☐ Type III–Functionally integrated d ☐ Type III–Other

e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)

f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☐

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

		Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11g(i)		
(ii) A family member of a person described in (i) above?	11g(ii)		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	11g(iii)		

h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1–9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col (i) organized in the U.S ?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
Total									

Part II **Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**
(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	105,253	126,882	162,775	141,067	122,493	658,470
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf	0	0	0	0	0	0
3 The value of services or facilities furnished by a governmental unit to the organization without charge	0	0	0	0	0	0
4 **Total.** Add lines 1 through 3	105,253	126,882	162,775	141,067	122,493	658,470
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						84,611
6 **Public support.** Subtract line 5 from line 4.						573,859

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4	105,253	126,882	162,775	141,067	122,493	658,470
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	0	0	0	0	0	0
9 Net income from unrelated business activities, whether or not the business is regularly carried on	0	0	0	0	0	0
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	0	0	0	0	0	0
11 **Total support.** Add lines 7 through 10						658,470

12 Gross receipts from related activities, etc (see instructions) . . . 12 | 72,638

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** . . . ▶ ☐

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f)) . . 14 | 87.15 %

15 Public support percentage from 2008 Schedule A, Part II, line 14 . . . 15 | 24 %

16a **33⅓ % support test—2009.** If the organization did not check the box on line 13, and line 14 is 33⅓ % or more, check this box and **stop here.** The organization qualifies as a publicly supported organization . . . ▶ ☑

b **33⅓ % support test—2008.** If the organization did not check a box on line 13 or 16a, and line 15 is 33⅓ % or more, check this box and **stop here.** The organization qualifies as a publicly supported organization . . . ▶ ☐

17a **10%-facts-and-circumstances test—2009.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization . . ▶ ☐

b **10%-facts-and-circumstances test—2008.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . ▶ ☐

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ ☐

Part III **Support Schedule for Organizations Described in Section 509(a)(2)**
(Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support** (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 **Total support.** (Add lines 9, 10c, 11, and 12.)						

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ▶ ☐

Section C. Computation of Public Support Percentage

15	Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	%
16	Public support percentage from 2008 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17	Investment income percentage for **2009** (line 10c, column (f) divided by line 13, column (f))	17	%
18	Investment income percentage from **2008** Schedule A, Part III, line 17	18	%

19a **33⅓ % support tests—2009.** If the organization did not check the box on line 14, and line 15 is more than 33⅓ %, and line 17 is not more than 33⅓ %, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

b **33⅓ % support tests—2008.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33⅓ %, and line 18 is not more than 33⅓ %, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶ ☐

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Provide any other additional information. See instructions.

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than $15,000 on Form 990-EZ, line 6a.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047
2009
Open To Public Inspection

Name of the organization: HANDS ON BIRMINGHAM INC
Employer identification number: 63 1207098

Part I Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities Check all that apply

a ☐ Mail solicitations
b ☐ Internet and email solicitations
c ☐ Phone solicitations
d ☐ In-person solicitations
e ☐ Solicitation of non-government grants
f ☐ Solicitation of government grants
g ☐ Special fundraising events

2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? ☐ Yes ☐ No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least $5,000 by the organization

(i) Name of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions? Yes	No	(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col (i)	(vi) Amount paid to (or retained by) organization
Total ▶						

3 List all states in which the organization is registered or licensed to solicit funds or has been notified it is exempt from registration or licensing.

Part II **Fundraising Events.** Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than $15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than $5,000.

		(a) Event #1 Southern Summer (event type)	(b) Event #2 (event type)	(c) Other events (total number)	(d) Total events (add col (a) through col (c))
Revenue	1 Gross receipts	20,558			20,558
	2 Less Charitable contributions	0			0
	3 Gross income (line 1 minus line 2)	20,558			20,558
Direct Expenses	4 Cash prizes	0			0
	5 Noncash prizes	0			0
	6 Rent/facility costs	650			650
	7 Food and beverages	5,975		0	5,975
	8 Entertainment	0		0	0
	9 Other direct expenses	4,684			4,684
	10 Direct expense summary. Add lines 4 through 9 in column (d) ▶				(11,309)
	11 Net income summary. Combine line 3, column (d), and line 10 ▶				9,249

Part III **Gaming.** Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than $15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col (c))
Revenue	1 Gross revenue				
Direct Expenses	2 Cash prizes				
	3 Noncash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	☐ Yes ______ % ☐ No	☐ Yes ______ % ☐ No	☐ Yes ______ % ☐ No	
	7 Direct expense summary. Add lines 2 through 5 in column (d) ▶				( )
	8 Net gaming income summary. Combine line 1, column d, and line 7 ▶				

			Yes	No
9	Enter the state(s) in which the organization operates gaming activities: ______			
a	Is the organization licensed to operate gaming activities in each of these states?	9a		
b	If "No," explain: ______			
10a	Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?	10a		
b	If "Yes," explain: ______			
11	Does the organization operate gaming activities with nonmembers?	11		
12	Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?	12		

		Yes	No
13 Indicate the percentage of gaming activity operated in:			
a The organization's facility	13a %		
b An outside facility	13b %		
14 Enter the name and address of the person who prepares the organization's gaming/special events books and records Name ► Address ►			
15a Does the organization have a contract with a third party from whom the organization receives gaming revenue?	15a		
b If "Yes," enter the amount of gaming revenue received by the organization ► $ ________ and the amount of gaming revenue retained by the third party ► $ ________ .			
c If "Yes," enter name and address of the third party: Name ► Address ►			
16 Gaming manager information: Name ► Gaming manager compensation ► $ Description of services provided ► ☐ Director/officer ☐ Employee ☐ Independent contractor			
17 Mandatory distributions:			
a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?	17a		
b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ► $			

Statement 1 · Other Expenses Schedule

Statement 2 . Other Changes In Net Assets Schedule

Statement 3 : Liabilities Schedule

Statement 4 : Officers, Directors, Trustees and Key Employees Compensation

Statement 1
Form 990-EZ
Page 1
Line Number Part I Line 16

HANDS ON BIRMINGHAM INC
63-1207098

Other Expenses Schedule

Description	Amount
Supplies	29,822
Food and beverage	1,397
Telephone/internet	7,753
Bank fees	1,219
Equipment rental	577
Computer expenses	7,474
Travel	1,576
Interest expense	3,440
Membership dues	1,170
Insurance	1,439
Total.	**55,867**

Statement 2
Form 990-EZ
Page 1
Line Number Part I Line 20

HANDS ON BIRMINGHAM INC
63-1207098

Other Changes In Net Assets Schedule

Description	Amount
Prior period adjustment	3,018
Total:	**3,018**

Statement 3
Form 990-EZ
Page 1
Line Number. Part II Line 26

HANDS ON BIRMINGHAM INC
63-1207098

Liabilities Schedule

Description	**BOY Amount**	**EOY Amount**
Cash balance	1,006	0
Due to affiliated entity	0	70,237
Total:	**1,006**	**70,237**

Officers, Directors, Trustees and Key Employees Compensation

		Title and Hours	Compensation	Benefits	Expense
Name	David Precise	Board Member 1	0	0	0
Address	PO Box 320189 Birmingham, AL 35232-0189				
Name	Heather Hubbard	Board Member 1	0	0	0
Address	PO Box 320189 Birmingham, AL 35232-0189				
Name	Bill Smith III	Board Member 1	0	0	0
Address	PO Box 320189 Birmingham, AL 35232-0189				
Name	Dr Michael Wilson	Board Member 1	0	0	0
Address	PO Box 320189 Birmingham, AL 35232-0189				
	Total:		**0**	**0**	**0**

AMENDED AND RESTATED BYLAWS
OF
HANDS ON BIRMINGHAM, INC.

Adopted as of June 25, 2009

These Bylaws ("Bylaws") govern the affairs of Hands on Birmingham, Inc., an Alabama nonprofit corporation (the "Corporation"), organized under the Alabama Nonprofit Corporation Act (the "Act").

MISSION STATEMENT

Hands On Birmingham, Inc. is an Alabama not-for-profit corporation committed to providing flexible, hands-on volunteer opportunities for individuals whose work and life challenges prohibit their active involvement in traditional volunteer programs.

ARTICLE I

MEMBERS

The Corporation shall have no members

ARTICLE II

BOARD OF DIRECTORS

Section 1. <u>**General Powers**</u>. The business and affairs of the Corporation shall be managed by its Board of Directors. Day to day operations shall be performed by an Executive Director hired, overseen and managed by the Board of Directors.

Section 2. <u>**Number**</u>. The Board of Directors shall consist of not less than three (3) nor more than five (5) members. The number of Directors constituting the Board of Directors shall be fixed by these Bylaws and may be changed only by amendment hereof; provided, however, that no decrease in the number of Directors shall have the effect of shortening the term of any incumbent Director.

Section 3. <u>**Term**</u>. The members of the Board of Directors shall serve for a term of three (3) years or until their successors are appointed under the provisions prescribed in these Bylaws. Directors may be re-elected for successive terms.

Section 4. <u>**Appointment**</u>. Members of the Board of Directors shall be appointed, in writing, by an authorized officer of United Way of Central Alabama, Inc. ("UWCA").

Section 5. <u>**Vacancies and Removals**</u>. Whenever a vacancy occurs on the Board of Directors, as promptly as possible following the occurrence of such vacancy, the President of UWCA shall appoint and designate a successor or successors, who shall likewise hold office as a member of the Board for the remaining term of the former Director. Every such successor

Director so appointed and designated from time to time shall have, possess and exercise all the powers, authority, and discretion conferred upon the first and original Board of Directors, as fully and effectively as though such successor were named in the Articles of Incorporation as one of the members of the first Board of Directors. Any member of the Board of Directors may be removed as a member at any time and without assigning any cause therefore, by the written notification of such removal from UWCA to such Director so removed, who shall, forthwith upon receipt of such notice, be considered as removed from the Board of Directors.

Section 6. **Regular Meeting**. Regular meetings of the Board of Directors shall be held at such times as may from time to time be fixed by resolution of the Board of Directors. Notice of regular meetings of the Board of Directors may be given as provided in these Bylaws. Meetings may be held at any time without notice if all the Directors are present, or, if at any time before or after the meeting, those present waive notice of the meeting in writing.

Section 7. **Special Meetings**. Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors.

Section 8. Notice Unless otherwise provided in these Bylaws, notice of meetings, both regular and special, shall be given not less than two (2) days in advance of said meeting. Such notice may be by mail, email, telephone or may be verbal. If mailed, such notice shall be deemed to be delivered when deposited in the United Sates mail addressed, with postage thereon pre-paid. Any Director may waive notice of any meeting. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted, or the purpose of, any regular or special meeting of the Board of Directors need not be specified in the notice or waiver of notice of such meeting.

Section 9. **Quorum**. A majority of the Board of Directors shall constitute a quorum for the transaction of business. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. If a quorum is present when a meeting is convened, the Directors present may continue to do business, taking action by a vote of the quorum, until adjournment, notwithstanding the withdrawal of enough Directors to leave less than a quorum, or the refusal of any Director present to vote.

Section 10. **Action Without A Meeting**. Any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting, if a consent in writing, setting forth the action so taken, shall be signed by all of the Directors. Such consent shall have the same effect as a unanimous vote of the Board of Directors. For purposes of this section, email shall constitute sufficient written consent.

Section 11. **Advisory Board**. There shall be an Advisory Board charged with the primary duties of fundraising and strategic leadership for the organization. Members of the Advisory Board shall serve three year terms and will be replaced through appointment by the Board of Directors. The Advisory Board shall have the power to establish one or more committees in order to better accomplish it functions. A member of the Board of Directors will serve as a liaison to the Advisory Board.

Section 12. **Junior Board**. There shall be a Junior Board charged with the responsibility of program development and recruitment. They shall develop and maintain bylaws for self-governing as approved by the Board of Directors. One member of the Board of Directors shall be the liaison to the Junior Board.

Section 13. **Coordination.** The Board of Directors shall work with the Advisory Board and the Junior Board in the best interest of the organization.

ARTICLE III

OFFICERS

Section 1. **Number**. The Board of Directors shall elect a President, a Secretary, a Treasurer, one or more Vice Presidents, and from time to time may appoint such Assistant Secretaries, Assistant Treasurers, and such other officers, agents and employees as it may be deemed proper. Any two (2) offices may be held by the same person, except the offices of President and Secretary.

Section 2. **Term**. The term of office of all officers shall be one (1) year and until their respective successors are elected and qualified.

Section 3. **Vacancies and Removal**. Vacancies in any office arising from any cause may be filled by the Board of Directors at any regular or special meeting. The Board of Directors may remove any officer, with or without cause, at any time by an affirmative vote of a majority of the Board.

Section 4. **President**. The President shall be the principal executive officer of the Corporation and shall have in his or her charge the general direction and promotion of its affairs with authority to do such acts and to make such contracts as are necessary or proper to carry on the activities of the Corporation. He or she shall preside over all official meetings of the Corporation, provided no one has been specifically elected to the office of Chairman of the Board, and shall also perform those duties which usually devolve upon a president of a corporation under the laws of the State of Alabama. The President may, during the absence of any officer, delegate said officer's duties to any other officer or Director. Specifically, it is the President's responsibility to: Conduct the annual performance review for the Executive Director; facilitate the work of each committee; facilitate meetings of the Board of Directors; and provide the "face of HOB" to the board when Executive Director is unavailable or if two representatives are needed.

Section 5. **Vice President**. The Vice President, in the absence or disability of the President, shall perform the duties of the President and shall perform such other duties as may be delegated to him or her from time to time by the Board of Directors or by the President. Specifically, it is the Vice President's responsibility to: fill in for President when he/she is unavailable; assume the duties of President at next cycle unless otherwise resolved by the Board of Directors.

Section 6. **Secretary**. The Secretary shall issue notices of all meetings, shall keep the minutes of all meetings, shall have charge of the seal of the Corporation, if any, shall serve as custodian for all corporate records, and shall make such reports and perform such duties as are incident'to his or her office or which may be delegated to him or her by the President or Board of Directors. Specifically, it is the Secretary's responsibility to: Record minutes of each meeting; and, distribute minutes to all members of the Board of Directors.

Section 7. **<u>Treasurer</u>**. The Treasurer shall render to the President and Board of Directors at such times as may be requested an account of all transactions as Treasurer and of the financial condition of the Corporation. The Treasurer shall perform such other duties as are incident to the office or as may be delegated to that office by the President or by the Board of Directors. Specifically, it is the Treasurer's responsibility to: Prepare and manage the annual budget; prepare and file annual tax filings; communicate financial updates to President at least monthly; maintain 501(c)3 status; manage the bank accounts; pay invoices; coordinate with financial planner relative to other investments; chair the finance committee

Section 8. **<u>Immediate Past President</u>**. The Immediate Past President shall serve the President and Board of Directors in such a capacity as to provide guidance and support to the organization.

ARTICLE IV

<u>Committees</u>

Section 1. **<u>Establishment of Committees</u>**. The Board of Directors may adopt a resolution establishing one or more committees, delegating specified authority to a committee, and appointing or removing members of a committee. A committee shall include two or more Directors and may include persons who are not Directors. The Board of Directors may establish qualifications for membership on a committee. The Board of Directors shall have power to change the membership of any such committee at any time, to fill vacancies therein and to disband any such committee, either with or without cause, at any time. The Board of Directors may delegate to the President its power to appoint and remove members of a committee if such committee has not been delegated any authority of the Board of Directors. The establishment of a committee or the delegation of authority to it shall not relieve the Board of Directors or any individual Director of any responsibility imposed by these Bylaws or otherwise imposed by law. No committee shall have the authority of the Board of Directors to:

(a) amend the Articles;

(b) adopt a plan of merger or a plan of consolidation with another corporation;

(c) authorize for sale, lease, exchange, or mortgage of all or substantially all of the property and assets of the Corporation;

(d) authorize the voluntary dissolution of the Corporation;

(e) revoke proceedings for the voluntary dissolution of the Corporation;

(f) adopt a plan for the distribution of the assets of the Corporation;

(g) amend, alter, or repeal these Bylaws; or

(h) take any action outside the scope of authority delegated to it by the Board of Directors

Section 2. __Term__. Each member of a committee shall continue to serve on the committee until a successor is appointed and qualified The term of a committee member may terminate earlier, however, if the committee is terminated or if the member dies, ceases to qualify, resigns, or is removed as a member

Section 3. __Vacancies__. A vacancy on a committee may be filled by an appointment made in the same manner as an original appointment a person appointed to fill a vacancy on a committee shall serve for the unexpired portion of the terminated committee member's term

Section 4. __Quorum__ One-half of the number of members of a committee shall constitute a quorum for the transaction of business at any meeting of a committee The committee members present at a duly called or held meeting at which a quorum is present may continue to transact business even if enough committee members leave the meeting so that less than a quorum remains No action may be approved, however, without the vote of at least a majority of the number of committee members required to constitute a quorum.

Section 5. __Actions of Committees__. The vote of a majority of committee members present in person or by proxy and voting at a meeting at which a quorum is present shall constitute the act of the committee unless the act of a greater number is required by law or these Bylaws. A committee member who is present at a meeting and abstains from a vote is considered to be present and voting for the purposes of determining the act of the committee

Section 6. __Proxies__. A committee member may vote by proxy executed in writing by the committee member.

Section 7. __Committee Rules__. A majority of all the members of any committee may adopt rules for its own operation, including, but not limited to, fixing its rules of procedure, determining the time and place of its meetings and specifying what notice thereof, if any, shall be given, unless the Board of Directors shall provide otherwise by resolution. Each committee shall keep regular minutes of its proceedings and report the same to the Board of Directors when required.

ARTICLE V

__Indemnification__

Section 1. __**Indemnification in Actions Arising Out of Capacity as Officer, Director, or Employee Acting in a Management Capacity on Behalf of the Corporation**__. The corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed claim, action, suit or proceeding, whether civil, criminal, administrative or investigative, including appeals (other than an action by or in the right of the corporation), by reason of the fact that the person is or was a director, Advisory Board or Junior Board member, officer, or employee acting in a managerial capacity on behalf of the Corporation, or is or was serving at the request of the Corporation as a director, Advisory Board or Junior Board member, officer, partner, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including attorneys fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such claim, action, suit or proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful, provided he is not adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of his duty The termination of any claim, action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or is equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation, and with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful

Section 2. **Indemnification in Action by or in Right of Corporation**. The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed claim, action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he or she is or was a director, Advisory Board or Junior Board member, officer, employee acting in a managerial capacity on behalf of the Corporation, or is or was serving at the request of the Corporation as a director, Advisory Board or Junior Board member, officer, partner, employee or agent of any corporation, partnership, joint venture, trust or other enterprise against expense (including attorneys' fees) actually and reasonably incurred by him or her in connection with the defense or settlement of such action or suit if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation, and except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his or her duty to the Corporation unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and responsibly entitled to indemnity for such expenses which such court shall deem proper.

Section 3. **Indemnification When Successful**. To the extent that a director, Advisory Board or Junior Board member, officer, or employee acting in a managerial capacity on behalf of the Corporation has been successful in defense of any action, suit or proceeding referred to in Sections 1 and 2 of this Article V, or in defense of any claim, issue or matter therein, he or she shall be indemnified against any and all expenses (including attorneys' fees) actually and reasonably incurred by him or her in connection therewith, notwithstanding that he or she has not been successful on any other claim, issue or matter in any such action, suit or proceeding.

Section 4. **Determination of Meeting Applicable Standard**. Any indemnification under Sections 1 and 2 of this Article V (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director, Advisory Board or Junior Board member, officer, or employee is proper in the circumstances because he or she has met the applicable standard of conduct set forth in Sections 1 and 2 of this Article V. Such determination shall be made either:

(a) by the Board of Directors by a majority vote of a quorum consisting of Directors who were not parties to, or who have been wholly successful with respect to, such claim, action, suit or proceeding; or

(b) if such a quorum is not obtainable, or, even if obtainable, if a quorum of disinterested directors so directs, by independent legal counsel in a written opinion.

Section 5. **Payment of Expenses in Advance of Disposition of Action** Any and all expenses (including attorneys' fees) incurred in defending a civil or criminal claim, action, suit or proceeding shall be paid by the Corporation in advance of the final disposition of such claim, action, suit or proceeding as authorized in the manner provided in Section 4 of this Article V upon receipt of an undertaking by or on behalf of the director, Advisory Board or Junior Board member, officer, or employee to repay such amount if and to the extent that it shall be ultimately determined that he or she is not entitled to be indemnified by the Corporation as authorized in this Article V.

Section 6. **Non-exclusivity of Article V** The indemnification authorized in and provided by this Article V shall not be deemed exclusive of and shall be in addition to any other right to which those indemnified may be entitled under any statute, rule of law, provisions of articles of incorporation, bylaw, agreement, or vote of the Board of Directors, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, Advisory Board or Junior Board member, officer, or employee and shall inure to the benefits of the heirs, executors and administrators of such a person.

Section 7. **Insurance**. The Corporation may purchase and/or maintain insurance on behalf of any person who is or was a director, Advisory Board or Junior Board member, officer, or employee acting in a managerial capacity on behalf of the Corporation, or is or was serving at the request of the Corporation as a director, Advisory Board or Junior Board member, officer, partner, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him or her and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the Corporation is required or permitted to indemnify him or her against such liability under the provisions of this Article V or any statute.

Section 8. **Amendment of this Article V**. This Article V of the Bylaws shall not be altered, amended, or repealed unless by and with the unanimous consent and approval of the Board of Directors.

ARTICLE VI

Compensation

The Officers and Directors of this Corporation shall receive no compensation for their services as such. They may, however, make payments for such clerical assistance and for such professional services as they deem necessary for the conduct of the affairs of the Corporation. Under no circumstances shall the Corporation make loans to Officers and Directors.

ARTICLE VII

Contracts

The Board of Directors, except as otherwise provided in these Bylaws, may authorize any officer or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to a specific instance, and unless so authorized by the Board of Directors, no officer, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement, or to pledge its credit, or render it liable pecuniarily for any purpose or to any amount.

ARTICLE VIII

Fiscal and Taxable Year

The initial fiscal and taxable year of the Corporation shall commence on the date the Articles of Incorporation are filed with the Judge of Probate of Jefferson County, and end on such date as the Board of Directors may determine, in accordance with all applicable provisions of the Internal Revenue Code of 1986, as amended.

ARTICLE IX

Agents and Representatives

The Board of Directors may appoint such agents and representatives of the Corporation with such powers and to perform such acts or duties on behalf of the Corporation as the Board of Directors may see fit, so far as may be consistent with these Bylaws, to the extent authorized or permitted by law.

ARTICLE X

Exempt Activities

Notwithstanding any other provision of these Bylaws, no Director, officer, employee or representative of this Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken or carried on by any organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they hereafter be amended, or by an organization to which contributions are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

ARTICLE XI

Investments

The Corporation shall have the right to retain all or any part of any securities or property acquired by it in whatever manner, and to invest and reinvest any funds held by it, according to the judgment of the Board of Directors, without being restricted to the class of investments which a trustee is or may hereafter be permitted by law to make, or any similar restriction, provided, however, that no action shall be taken by or on behalf of the Corporation if such action is a prohibited transaction or would result in the denial of the tax exemption under Section 501 of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended

ARTICLE XII

Amendments

Except as otherwise provided herein, these Bylaws shall not be altered, amended or repealed unless by and with the consent and approval of two-thirds (2/3) of the Board of Directors

CERTIFICATION

I, the undersigned, as Secretary of Hands on Birmingham, Inc , hereby certify that the above and foregoing constitutes a true and correct copy of the Bylaws of Hands on Birmingham, Inc , as adopted by the Board of Directors on this 25 th day of June, 2009

Secretary