

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

TENNESSEE-TOMBIGBEE WATERWAY DEVELOPMENT COUNCIL

is hereby approved.

In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed  
this 29th day of January, A. D., 1985.



*William A. Allain*

Governor

By the Governor

*Dine Magnus*

Secretary of State

# State of Mississippi



## Office of Secretary of State Jackson

*I, Dick Molpus, Secretary of State, do certify that the  
Charter of Incorporation hereto attached entitled the Charter of  
Incorporation of*

TENNESSEE-TOMBIGBEE WATERWAY DEVELOPMENT COUNCIL

*was, pursuant to the provisions of Title 79, Code of Mississippi of  
1972, as amended, Recorded in the Records of Incorporations in  
this office, in* PHOTOSTAT BOOK 305, Pages 650 - 655.



*Given under my hand and the  
Great Seal of the State of  
Mississippi hereto affixed this*

30th day of January, 1985.

*Dick Molpus*

Secretary of State

CHARTER OF INCORPORATION  
OF  
TENNESSEE-TOMBIGBEE WATERWAY DEVELOPMENT COUNCIL

A. The corporate title of this organization is:  
TENNESSEE-TOMBIGBEE WATERWAY DEVELOPMENT COUNCIL.

B. The names, street addresses and post office addresses of the incorporators, all of whom are adult resident citizens of the State of Mississippi, are:

Donald G. Waldon	Route 7, Box 301 Columbus, MS 39701
Darlene A. Scogin	417 Eighth Street South Columbus, MS 39701
Hunter M. Gholson	605 Second Avenue North Columbus, MS 39701

C. The domicile of this corporation is Suite 505, Court Square Towers, 605 North Second Avenue, Columbus, Mississippi 39701.

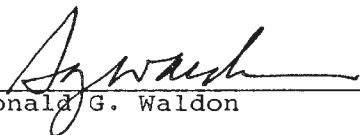
D. This corporation is non-profit and no shares of stock are to be issued. It is an economic and industrial development association which is one of the types of non-profit corporations set forth in Section 79-11-1 of the Mississippi Code of 1972, as amended, by the Laws of 1977, Chapter 390.

E. The period of existence of this corporation shall be perpetual.

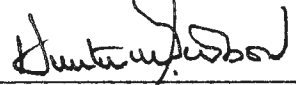
F. The purposes for which the corporation is created, not contrary to law, are to establish a forum of representatives from the towing industries, financial institutions, manufacturers, the impacted states, counties, and local governments as well as other waterway interests, to identify and resolve issues and problems or consider opportunities related to the orderly development of the Tennessee-Tombigbee Waterway and its impacted region. The objectives of this Council are:

G. This corporation shall issue no shares of stock, shall divide no dividends or profits among its members, shall have no remedy for non-payment of dues except expulsion and shall vest in each member the right to one vote in the election of all officers. Loss of membership by death or otherwise shall terminate all interest of such members in the corporate assets and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors. All organizations, agencies, companies or individuals having an interest in the development of the Tennessee-Tombigbee Waterway and its impacted region are eligible to become members of the Tennessee-Tombigbee Waterway Development Council.

WITNESS OUR SIGNATURES on this the 14<sup>th</sup> day of January, 1985.

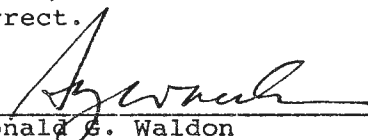
  
Donald G. Waldon

  
Darlene A. Scogin

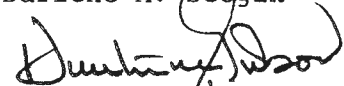
  
Hunter M. Gholson

STATE OF MISSISSIPPI )  
COUNTY OF LOWNDES )

Personally appeared before me, the undersigned authority of law, in and for said county and state, DONALD G. WALDON, DARLENE A. SCOGIN and HUNTER M. GHOLSON, who, after being by me first duly sworn, stated and deposed on their oaths that they are the incorporators of TENNESSEE-TOMBIGBEE WATERWAY DEVELOPMENT COUNCIL; that they executed the foregoing document as incorporators of the corporation; and that the statements contained therein are true and correct.

  
Donald G. Waldon

  
Darlene A. Scogin

  
Hunter M. Gholson

RESOLUTION OF TENNESSEE-TOMBIGBEE  
WATERWAY DEVELOPMENT COUNCIL

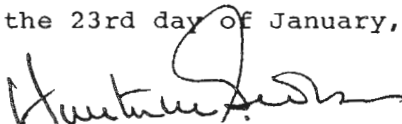
RESOLUTION OF TENNESSEE-TOMBIGBEE WATERWAY DEVELOPMENT COUNCIL, an unincorporated association, to incorporate, designating the incorporators, the name of the proposed corporation and authorizing the expenditure of the funds of the association necessary to do so.

BE IT RESOLVED by the members of TENNESSEE-TOMBIGBEE WATERWAY DEVELOPMENT COUNCIL, an unincorporated association of individuals, that it is in the best interest of this association that it be forthwith incorporated as a nonprofit corporation under the laws of the State of Mississippi applicable thereto and that DONALD G. WALDON, DARLENE A. SCOGIN and HUNTER M. GHOLSON, are elected, appointed, designated and authorized to act as incorporators in applying for a charter of this association to be named TENNESSEE-TOMBIGBEE WATERWAY DEVELOPMENT COUNCIL; that they are fully empowered to do so and to perform any and all other acts necessary to secure said charter and authorize the expenditure of such funds of the association as may be necessary so to do.

CERTIFICATE

I, HUNTER M. GHOLSON, do hereby certify that I am the duly elected, qualified and acting Secretary of the above named unincorporated association of individuals, and that the foregoing is a true and correct copy of a Resolution duly adopted at a meeting thereof held on the 14th day of January, 1985, at Columbus, Mississippi, at which a majority of the members were present, and said meeting was duly and properly called and held.

WITNESS MY SIGNATURE, this the 23rd day of January, 1985.



1. To advise the Tennessee-Tombigbee Waterway Development Authority, including the Governors of the compact states, as well as other entities, of actions needed to capitalize on the Tennessee-Tombigbee Waterway's potential for industrial and economic development;

2. To serve as a liaison between the Waterway users on the one hand and the United States Army Corps of Engineers and United States Coast Guard on the other as to matters affecting the operation and safety of the Waterway as a means of navigation and transportation;

3. To provide a central repository of data and information from completed research, studies and other sources relating to the transportation and socioeconomic aspects of the Tennessee-Tombigbee Waterway;

4. To help provide better communication and understanding among the private business sector and the Federal, State and local governmental agencies and interests in the development of the Tennessee-Tombigbee Waterway and its impacted area;

5. To assist affected states and private interests in promoting increased domestic and international trade as a result of the Waterway;

6. To compile and disseminate information that will help better inform individual states, counties and companies of activities outside their jurisdiction but which may affect their respective development plans;

7. To provide more effective coordination among Federal and non-federal entities and private interests to insure maximum utilization of limited resources available for development of the Tennessee-Tombigbee Waterway Region;

8. To conduct conferences, seminars and other meetings on subjects of importance for realizing the Tennessee-Tombigbee Waterway's benefits, including recreation and tourism.

SWORN TO AND SUBSCRIBED before me, on this the 14 day of  
A.D., January, 1985.

Shirley H. Mims  
Notary Public

(SEAL)

My commission expires:

January 17, 1988

Received at the office of the Secretary of State this  
day of January, A.D., 1985, together with the sum of \$ 20.00  
deposited to cover the recording fee and referred to the  
Attorney General for his opinion.

DICK MOLPUS, SECRETARY OF STATE

BY: Dick Molpus

I have examined this CHARTER OF INCORPORATION and am of  
the opinion that it does not violate the Constitution and Laws  
of this State or the United States. This January 25, 1985.

Edwin Lloyd Pittman  
EDWIN LLOYD PITTMAN, ATTORNEY GENERAL

BY: Richard M. Allen  
Special Assistant Attorney General