

2075

ARTICLES OF INCORPORATION
AND
CERTIFICATE OF INCORPORATION
OF
KACEE HOMES, INC.
A CLOSE CORPORATION

TO THE HONORABLE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

The undersigned, Kenneth Lee Gravitt, and Anthony Joseph Crapet, who are over the age of Twenty-one years, desiring to organize a body corporate under the laws of the State of Alabama, and being subscribers to the capital stock of the corporation hereby organized, do make, sign and file this Certificate of Incorporation as follows:

1. The name of the corporation is Kacee Homes, Inc., and the corporation shall be authorized to trade in said name or to use any other trade name not now being used by any other person, firm or corporation.

2. The corporation is a close corporation, organized pursuant to Code of Alabama, Section 10-2A-300, et seq.

3. The period of duration for the corporation is perpetual.

4. The objects and purposes for which the corporation is formed are:

(a) To conduct and operate a corporation for the business of general construction; to purchase real estate, make and purchase materials for construction of buildings or other structures or improvements; to erect buildings or other structures or improvements upon real estate; to own, manage, operate, lease and sell buildings or other structures or improvements upon real estate; to conduct and carry on the business of builders and contractors for the purpose of building, contracting, altering, or repairing or doing any other work in connection with any and all classes of buildings and improvements of any kind and nature whatsoever, both public and private; to perform engineering and architectural work, including the preparation of plans and specifications, where applicable. Generally, to carry on and undertake any business, undertaking, transaction, or operation commonly carried on or undertaken by such businesses.

(b) To make and enter into all manner and kind of contracts, agreements and obligations by or with any persons, corporations, or other legal entities for the purposes of effectuating the above.

(c) To do everything necessary, proper, advisable, or convenient for the accomplishment of the purposes hereinabove set forth, and to do all other things incidental thereto or connected therewith, which are not forbidden by statute or by these Articles of Incorporation.

Bill Watch
P.O. Box 1401
Atlasta, AL 35007

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(d) To carry out the purposes hereinabove set forth in any state, territory, district or possession of the United States, or in any foreign country, to the extent that such purposes are not forbidden by the law of such state, territory, district or possession of the United States, or by such foreign country; and, in the case of any state, territory, district or possession of the United States, or any foreign country, in which one or more of such purposes which the corporation purposes to carry on in such state, territory, district or possession of the United States, or foreign country, to such purpose or purposes as are not forbidden by the law thereof in any certificate for application to do business in such state, territory, district or possession of the United States, or foreign country.

The foregoing clauses, and each phrase thereof, shall be construed as objects and purposes of this corporation in addition to those powers specifically conferred upon the corporation by law, and it is hereby expressly provided that the foregoing specific enumeration of purposes and powers shall not be held to limit or restrict in any manner the powers of the corporation otherwise granted by law.

5. The location of the principal office of the corporation shall be 1140 Light House Drive, Alabaster, Alabama 35007.

6. The amount of total authorized capital stock of the corporation shall be Two Hundred Dollars (\$200.00), divided into Two Hundred (200) shares of common stock having a par value of One and No/100 Dollars (\$1.00) per share. The amount of paid-in stock with which the corporation shall begin business shall be Two Hundred and No/100 Dollars (\$200.00), divided into Two Hundred (200) shares of common capital stock, having a par value of One and No/100 (\$1.00) per share.

The holder or holders of said shares of stock or any other securities issued by the corporation shall, prior to transfer of such shares or securities, offer to the corporation or to any other holders of securities of the corporation or to any combination of the foregoing, a prior opportunity, to be exercised within a reasonable time, to acquire the restricted shares of stock or securities at the current market value, to be determined by an independant audit of the corporation's books.

For purposes of determining the number of holders of record of the stock of the said corporation, stock which is held joint or common tenant or by the entirities shall be treated as held by one share holder.

All of the corporations's issued shares of stock may at no time be held by more than thirty (30) persons.

7. The name and address of the incorporators and the number of

shares subscribed by them are as follows:

Kenneth Lee Gravitt
1140 Light House Drive
Alabaster, Alabama 35007

100 Shares

Anthony Joesph Crapet
6501 Quail Run Drive
Helena, Alabama 35080

100 Shares

8. All persons who shall acquire stock in this corporation shall acquire it subject to the provisions of this Certificate of Incorporation, as the same from time to time may hereafter be amended. So far as not otherwise expressly provided by the laws of the State of Alabama, the corporation shall be entitled to treat the person or entity in whose name any share of its stock is registered as the owner thereof for all purposes and shall not be bound to recognize any equitable or other claim to or interest in said share on the part of any other person, whether or not the corporation shall have notice thereof.

9. The corporate powers shall be exercised by the shareholders of the corporation, except as otherwise provided by statute or by this Certificate of Incorporation.

10. The location of the initial registered office of the corporation is 1140 Light House Drive, Alabaster, Alabama 35007

11. The initial registered agent for the corporation shall be Kenneth Lee Gravitt.

12. The name and address of the officers who shall hold office until their successors have been duly elected and qualified are as follows:

Kenneth Lee Gravitt
1140 Light House Drive
Alabaster, Alabama 35007

President
Treasurer

Anthony Joseph Crapet
6501 Quail Run Drive
Helena, Alabama 35080

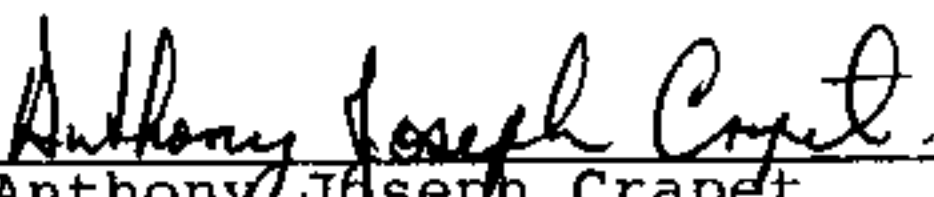
Vice-President,
Secretary

13. Attached hereto, marked Exhibit A and made a part hereof, is a copy of the subscription list to the capital stock of said corporation showing the amount of capital stock subscribed for by the said incorporation and the manner in which such subscription is provided to be discharged.

IN WITNESS THEREOF, the undersigned incorporators have hereunto subscribed their names to this Certificate of Incorporation this the _____

day of March, 1987.


Kenneth Lee Gravitt


Anthony Joseph Crapet

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EXHIBIT "A"

SUBSCRIPTION LIST OF THE CAPITAL STOCK OF
KACEE HOMES, INC.


I, the undersigned, do respectfully subscribe for and agree to take and pay for the number of shares of Common Stock, par value of \$1.00 per share of Capital Stock set opposite our respective signatures, hereto.

IN WITNESS WHEREOF, each of the undersigned subscribers has signed his name hereto, all opposite the number of shares subscribed for by each of the undersigned, this _____ day of _____, 1987.

<u>Name</u>	<u>Address</u>	<u>No. of Shares</u>	<u>Amount Paid In</u>
Kenneth Lee Gravitt	1140 Light House Dr. Alabaster, Al. 35007	100	\$100.00
Anthony Joseph Crapet	6501 Quail Run Dr. Helena, Alabama 35080	100	\$100.00

The shares issued to the above named incorporator was paid for in cash.


Kenneth Lee Gravitt


Anthony Joseph Crapet



STATE OF ALABAMA

I, Glen Browder, Secretary of State, of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2A-26, Code of Alabama 1975, the corporate name Kacee Homes, Inc. is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of Kacee Homes, Inc. for a period of one hundred twenty days from this date. In the case of a domestic corporation, the name of the county in which the corporation was or is proposed to be incorporated is Shelby. I further certify that as set out in the application for reservation of corporate name, the Secretary of State's office does not assume any responsibility for the availability of the corporate name requested nor for any duplication which might occur.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

~~March 2, 1987~~ expires ~~7-1-87~~
Date

Glen Browder

Glen Browder

Secretary of State

State of Alabama

SHELBY County

CERTIFICATE OF INCORPORATION OF

KACEE HOMES, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of KACEE HOMES, INC., duly signed pursuant to the provisions of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of KACEE HOMES, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 24th day of MARCH, 1987.

STATE OF ALABAMA SHELBY CO.
I HEREBY CERTIFY
THAT THIS INSTRUMENT WAS FILED

1987 MAR 24 AM 9:30

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

Thomas A. Snowden, Jr.
Judge of Probate

Rec 35.00
Jud 1.00
36.00