

1953

ARTICLES OF INCORPORATION
OF
FORTEN CORP.

TO THE JUDGE OF PROBATE OF
SHELBY COUNTY, ALABAMA:

The undersigned, desiring to organize a body corporate under the laws of the State of Alabama and being all of the subscribers to the capital stock of the corporation hereby organized, do make, sign and file these ARTICLES OF INCORPORATION, as follows:

FIRST

The name of the corporation is: FORTEN CORP.

SECOND

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

- (a) To engage in investments, buying and selling of real, personal, tangeable and intangeable property.
- (b) To buy, sell, own, build, improve, design, plan and deal in houses and buildings of every nature, and real estate.
- (c) To act as agent, jobber or broker in buying, selling and dealing in real and personal property of every nature and description and leases respecting the same and estates and interests therein and mortgages and securities thereon, in making and obtaining loans, whether secured by such property or not, and in supervising, managing and protecting such property and all interest in and claims affecting the same.

bh6*forten*article

ENGEL, HAIRSTON
& JOHANSON, P.C.
109 NORTH 20TH STREET, FLOOR 4
BIRMINGHAM, ALABAMA 35203

BOOK 037 PAGE 332

BOOK 037 PAGE 333

- (d) To buy, own, sell, pledge, exchange, convey, and otherwise acquire, hold dispose of and deal with bills, notes, bonds, warrants, debentures and securities of all kinds.
- (e) To acquire the goodwill, rights, assets, and properties and to undertake the whole or any part of the liabilities of any person, firm association or corporation; to pay for the same in cash, the stock or other securities of this corporation, or otherwise; to hold or in any manner dispose of the whole or any part of the property so acquired; to conduct in any lawful manner the whole or any part of the business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of any such business.
- (f) To acquire, hold, use, sell, assign, lease, exchange and grant licenses in respect of, mortgage or otherwise dispose of letters, patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements, processes, formulas, methods, copyrights, trademarks and trade names relating to or useful in connection with any business of this corporation.
- (g) To assume or guarantee the payment of the principal of or dividends or interest on any shares of stock, notes, bonds, or other securities, and to guarantee any contracts or obligations issued by any corporation, firm, or individual, and to use its name and credit for the benefit of other corporations, firms, or individuals.
- (h) To borrow and lend money; to give or to take security for money borrowed or loaned or for purposes, by way of mortgage, pledge, transfer, assignment or otherwise, on real or personal property of every nature and description; and to issue bonds, notes, bills of exchange, debentures, and other obligations and evidences of indebtedness.
- (i) To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government or colony or dependency thereof.

- BOOK 037 PAGE 334
- (j) To have one or more offices, and to carry on all or any of its operations, businesses, and powers, without restriction or limit as to amount, in any of the states, districts, territories or colonies of the United States and in any and all foreign countries subject to the laws of such state, district, territory, colony or country.
 - (k) To purchase or otherwise acquire its own shares of stock (so far as may be permitted by law) and its bonds, debentures, notes, scrip, or other securities or evidences of indebtedness, and to hold, sell, transfer, or reissue the same.
 - (l) To do all and everything necessary and proper for the accomplishment of the objects to the protection and benefit of the corporation, and in general to carry on any lawful business necessary or incidental to the attainment of the purposes of the corporation, whether such business is similar in nature to the objects and powers hereinabove set forth or otherwise.

The foregoing clauses shall be construed as objects, purposes, powers and provisions for the regulation of the business and the conduct of the affairs of the corporation, the directors and stockholders, and each class of stockholders, in addition to those powers specifically conferred upon the corporation by law, and it is hereby expressly provided that the foregoing specific enumeration of powers shall not be held to limit or restrict in any manner the powers of the corporation otherwise granted by law. Nothing herein contained, however, shall be construed as authorizing this corporation to carry on the business of banking or that of a trust company or the business of insurance in any of its branches.

THIRD

The address of the initial registered office of the corporation is Suite 222, 2100 Riverchase Center, Birmingham, Alabama 35244, and the name of its initial registered agent at such address is Irby M. Cohen.

FOURTH

The maximum amount of the total authorized stock of the corporation shall be \$10,000.00 divided into 1000 shares, of common stock, having a par value of \$10.00 per share. The amount of paid in capital stock with which the corporation will begin business is \$1,000.00, consisting of 100 shares of common stock having a par value of \$10.00 per share.

FIFTH

This corporation may from time to time issue its shares of stock for such consideration as may be fixed from time to time by the Board of Directors and may receive in payment thereof in whole or in part cash, labor done, personal property, or real property or leases thereof. In the absence of actual fraud in the transaction, the judgment of the Board of Directors as to the value of such labor, property, real estate or leases thereof, shall be conclusive. Any and all shares so issued for which the consideration so fixed shall have been paid or delivered shall be deemed fully paid stock and shall not be liable to any further call or assessment thereon, and the holders of such shares shall not be liable for any further payment in respect thereof.

SIXTH

All persons who shall acquire stock in this corporation shall acquire it subject to the provisions of these Articles of Incorporation. 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.

SEVENTH

Any and every statute of the State of Alabama hereafter enacted whereby the rights, powers or privileges of the shareholders of corporations organized under the general laws of the State of Alabama are increased, diminished or in any way affected, or whereby effect is given to the action taken by any part less than all of the shareholders of any such corporation, shall apply to this corporation and shall be binding upon not

only this corporation but upon every shareholder thereof to the same extent as if such statute had been in force at the date of the making and filing of these Articles of Incorporation.

EIGHTH

The names and post office addresses of the incorporator(s) is/are as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Irby M. Cohen	Suite 222, 2100 Riverchase Center Birmingham, Alabama 35244
Mike Tamucci	Suite 222, 2100 Riverchase Center Birmingham, Alabama 35244

NINTH

The number of directors constituting the initial board of directors of the corporation is two, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until successors are elected and shall qualify are:

Irby M. Cohen,	Suite 222, 2100 Riverchase Center, Birmingham, Al 35244
Mike Tamucci	Suite 222 2100 Riverchase Center Birmingham, Alabama 35244

TENTH

The period for the duration of the corporation shall be perpetual.

ELEVENTH

The corporation power shall be exercised by the Board of Directors, without a meeting by unanimous consent or otherwise, except as otherwise provided by statute or by these Articles of Incorporation. In furtherance and not in limitation of the

powers conferred by statute, the Board of Directors is expressly authorized:

- (a) To make and alter the By-Laws of the corporation, but By-Laws so made by the directors may be altered or repealed by the directors or stockholders;
- (b) To fix, determine and vary the amount of working capital of the corporation; to determine whether any, and if any, what part of any accumulated profits shall be declared and paid as dividends; to determine the date or dates for the declaration and payment of dividends; to direct and determine the use and disposition of any surplus or net profits over and above the capital stock paid in.

The corporation may, in its By-Laws, confer powers upon its Board of Directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon it by Statute.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto subscribed their signatures to these Articles of Incorporation, this the _____ day of September, 1988.


Irby M. Cohen


Mike Tamucci

BOOK 037 PAGE 337

SUBSCRIPTION LIST TO THE CAPITAL STOCK
OF
FORTEN CORP.

We, the undersigned, do respectfully subscribe for and agree to take and pay for the number of shares of the capital stock of FORTEN CORP., a corporation proposed to be organized under the laws of the State of Alabama, as set opposite their signatures hereunder.

The subscription of the undersigned is payable in cash at the rate of \$ 10.00 per share.

Witness our signatures, and opposite it to the right the number of shares of stock subscribed by us, executed as of the ____ day of September, 1988.

<u>NAME</u>	<u>NO. OF SHARES</u>
<u><i>Irby M. Cohen</i></u> Irby M. Cohen	50
<u><i>Mike Tamucci</i></u> Mike Tamucci	50



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 Forten Corp. is reserved

as available based only upon an examination of the corporation records on file in this office for the exclusive use of Forten Corp.

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 ~~Jefferson~~.

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.

September 13, 1988 - expires 1-12-89

Date Glen Browder

Glen Browder

Secretary of State

BOOK 037 PAGE 339

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

FORTEN CORP.

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 FORTEN CORP., 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 FORTEN CORP., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 28th day of OCTOBER, 19 88.

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

88 OCT 28 PM 1:50

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

Thomas A. Snowden, Jr.
Judge of Probate

Rec 35.00
Jud 1.00
36.00