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PROFESSIONAL MOTORS, INC.

Articles of Incorporation

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This Document Prepared by:

✓ ROBERT L. WILLIAMS, JR.
Attorney at Law
One Perimeter Park South
Suite 320 - South Tower
Birmingham, Alabama 35243
(205) 969-3311
<ProMotor.Cp1>

ARTICLES OF INCORPORATION
FOR
PROFESSIONAL MOTORS, INC.

STATE OF ALABAMA)
COUNTY OF SHELBY)

ARTICLE I.

Name of Corporation

The name of this corporation shall be PROFESSIONAL MOTORS, INC..

ARTICLE II.

Period of Duration

The period of duration of this corporation shall be perpetual.

ARTICLE III.

Purposes of Corporation

The purposes of this corporation is to incorporate the on going partnership businesses of S&W MOTORS and S&W AUTO PARTS, In Alabaster, Alabama and to transact any and all lawful business for which corporations may be

Incorporated for under the Alabama Business Corporation Act, specifically including but not limited to those of a motor vehicle dealer and an automotive dismantler and parts recycler.

ARTICLE IV.

Shares of Stock

This corporation shall have the authority to issue one hundred (100) shares of stock. This stock shall all be of one class. The stock shall have par value of one dollar (\$1.00) per share.

ARTICLE V.

Initial Registered Agent

The name of the initial registered agent, and the location and mailing address of the initial registered office of this corporation shall be:

SCOTTIE D. HAWKINS
2601 Highway 119 South
Post Office Box 118
Alabaster, Alabama 35007.

ARTICLE VI.

Directors

This corporation shall have two (2) directors. The initial directors shall serve until the first annual meeting of shareholders or until their

successors be elected and qualify. The names and addresses of the initial directors shall be:

WELTON J. HAWKINS
Post Office Box 118
Alabaster, Al. 35007

SCOTTIE D. HAWKINS
404 Inverness Cliffs
Birmingham, Al. 35242

ARTICLE VII.

Incorporators

The Incorporators of this corporation shall be:

WELTON J. HAWKINS
Post Office Box 118
Alabaster, Al. 35007

SCOTTIE D. HAWKINS
404 Inverness Cliffs
Birmingham, Al. 35242

ARTICLE VIII.

Corporate Officers

The initial officers of this corporation shall be:

WELTON J. HAWKINS
President
Post Office Box 118
Alabaster, Al. 35007

SCOTTIE D. HAWKINS
Secretary
404 Inverness Cliffs
Birmingham, Al. 35242

ARTICLE IX.

Powers

This Corporation shall be vested with all powers granted to corporations under the laws of the State of Alabama, including, but not limited to those vested by the Alabama Business Cooperation Act, and the indemnification of under the laws of the State of Alabama, including, but not limited to those vested by the Alabama Business Cooperation Act, and the indemnification of directors, officers, employees, and agents.

ARTICLE X.

Amendment

This corporation reserves the right to amend, alter, change, or appeal any provisions of these Articles of Incorporation pursuant to its by-laws and the requirements of the Alabama Business Corporation Act.

DONE BY OUR HANDS, this the 13 day of September, 1988.



WELTON J. HAWKINS
Incorporator
Post Office Box 118
Alabaster, Alabama 35007



SCOTTIE D. HAWKINS
Incorporator
404 Inverness Cliffs
Birmingham, Al. 35242



STATE OF ALABAMA

I, Perry A. Hand, 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 _____
Professional Motors, Inc. _____ is reserved as available based

only upon an examination of the corporation records on file in this office for the exclusive use of
Professional Motors, 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 _____.

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.

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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.

August 10, 1989 - expires - 12-9-89

Date

Perry A. Hand

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

PROFESSIONAL MOTORS, 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 PROFESSIONAL MOTORS, 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 PROFESSIONAL MOTORS, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 15th day of SEPTEMBER, 19 89

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

89 SEP 15 PH 2:39

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

Judge of Probate

RECORDING FEES

Recording Fee \$ 35.00
Index Fee 3.00
TOTAL 38.00