

ARTICLES OF INCORPORATION

OF

D and I HOMES, INC.

The undersigned for the purposes of forming a corporation under the Alabama Business Corporation Act, as amended, hereby adopt the following Articles of Incorporation.

ARTICLE ONE

NAME

The name of the corporation is D and I HOMES, INC.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The purpose for which the corporation is organized is and the transaction of any and all lawful business for which corporations may be incorporated under Sec. 10-2A-1, et. seq., of the Code of Alabama.
Inst # 1993-08212

03/26/1993-08212
11:46 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
009 MCD 88.00

Mickey Johnson

ARTICLE FOUR
CAPITAL STOCK

The total authorized capital stock shall be One Thousand and No/100 (\$1,000.00) Dollars, consisting of One Thousand shares of common stock of par value of One and No/100 (\$1.00) Dollar per share. All stock shall be common stock and non-assessable.

ARTICLE FIVE
NAME OF INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

CHARLES D. WOODS
103 Washington Lane
Alabaster, Alabama 35007

ARTICLE SIX
LOCATION OF INITIAL REGISTERED OFFICE

The location of the initial registered office of the corporation is: 103 Washington Lane, Alabaster, Alabama 35007.

ARTICLE SEVEN

DIRECTORS

The corporation shall operate with no less than one (1) director. The name and address of the initial Board of Directors who shall serve until predecessors have been elected are as follows:

Charles D. Woods, 103 Washington Lane, Alabaster, AL 35007

Inez Stanley Rider, 103 Washington Lane, Alabaster, AL 35007

Barbara Woods, 103 Washington Lane, Alabaster, AL 35007

ARTICLE EIGHT

OFFICERS

The name and address of the initial Officers who shall serve until predecessors have been elected are as follows:

Charles D. Woods, President

103 Washington Lane, Alabaster, Alabama 35007

Inez Stanley Rider, Vice President

103 Washington Lane, Alabaster, Alabama 35007

Barbara Woods, Secretary/Treasurer

103 Washington Lane, Alabaster, Alabama 35007

ARTICLE NINE

INCORPORATORS

The name and address of the incorporator of the corporation is as follows:

NAME & ADDRESS	NO. OF SHARES	AMOUNT
Charles D. Woods 103 Washington Lane Alabaster, Alabama 35007	250	\$ 250.00
Inez Stanley Rider 103 Washington Lane Alabaster, Alabama 35007	500	\$ 500.00
Barbara Woods 103 Washington Lane Alabaster, Alabama 35007	250	\$ 250.00

ARTICLE TEN

ACTION BY STOCKHOLDERS OR DIRECTORS WITHOUT MEETING

Any action required or permitted to be taken at any meeting of the Board of Directors or of the stockholders or of any committee thereof, may be taken without meeting with the written consent thereto as signed by all the members of the Board of Directors or of the stockholders or of the committee, if applicable, and if such consent is filed with the minutes of the proceedings of the Board of Directors, the stockholders or the committee, whichever is applicable.

ARTICLE ELEVEN

MISCELLANEOUS

Attached hereto as Exhibit "A" is the statement under oath of Charles D. Woods, Inez Stanley Rider, and Barbara Woods the persons designated herein as agents to receive subscriptions for capital stock of said corporation, which said affidavit shows the amount of capital stock which has been subscribed for and paid in.

We, the undersigned, being the incorporators, have subscribed our names this the 15th day of January, 1993.

Charles D. Woods
CHARLES D. WOODS

Inez Stanley Rider
INEZ STANLEY RIDER

Barbara Woods
BARBARA WOODS

STATE OF ALABAMA)

COUNTY OF SHELBY)

I, the undersigned, a Notary Public in and for said County and State at Large, hereby certify that Charles D. Woods, Inez Stanley Rider, and Barbara Woods whose names are signed to the foregoing Articles of Incorporation, and who are known to me, acknowledged before me on this day that, being informed of the contents of the Articles of Incorporation they executed the same voluntarily on the

day the same bears date.

Given under my hand and seal this the 15th day of January, 1993.

Cheryl J. Hill
NOTARY PUBLIC
My Commission Expires: 2/21/93

THIS INSTRUMENT WAS PREPARED BY:

MICKEY L. JOHNSON
ATTORNEY AT LAW
P.O. BOX 430
PELHAM, ALABAMA 35124
(205) 663-7000

Exhibit "A"
SUBSCRIPTION LIST

We, the undersigned, hereby subscribe for the number of shares in the amount and payable as set opposite our respective names, or the capital stock of D and I Homes, Inc., a corporation organized under the laws of the State of Alabama.

NAME OF SUBSCRIBER	NO. OF SHARES SUBSCRIBED FOR	CONSIDERATION
Charles D. Woods	250	\$ 250.00
Inez Stanley Rider	500	\$ 500.00
Barbara Woods	250	\$ 250.00

Charles D. Woods
CHARLES D. WOODS

Inez Stanley Rider
INEZ STANLEY RIDER

Barbara Woods
BARBARA WOODS

STATE OF ALABAMA)
COUNTY OF SHELBY)

Before me, the undersigned, a Notary Public, in and for said State of Alabama at Large personally appeared Charles D. Woods, Inez Stanley Rider and Barbara Woods, who are known to me and who being by me first duly sworn deposes and says that they are the persons designated by the incorporators of D and I Homes, Inc., subscriptions to the capital stock of the corporation and that the above and foregoing is the subscription list of the incorporators thereof; that the said incorporators have paid in full for such shares of stocks set opposite their respective names on said subscription list in the manner therein described.

Charles D. Woods
CHARLES D. WOODS

Inez Stanley Rider
INEZ STANLEY RIDER

Barbara Woods
BARBARA WOODS

Sworn to and subscribed to before me on this the 15th day of January, 1993, witness my hand and seal of office.

Cheryl J. Hill
NOTARY PUBLIC
STATE OF ALABAMA AT LARGE
My Commission Expires: 2/21/93

STATE OF ALABAMA

I, Billy Joe Camp, 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, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

D and I Homes, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Mickey Johnson, P O Box 430, Pelham, AL 35124 for a period of one hundred twenty days beginning January 12, 1993 and expiring May 13, 1993.



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.

January 12, 1993

Date

A handwritten signature in black ink, appearing to read "Billy Joe Camp", written over a horizontal line.

Billy Joe Camp

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

D AND I 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 D AND I 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 D AND I HOMES, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 26 day of MARCH, 19 93.



Judge of Probate

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