

THE STATE OF ALABAMA}
COUNTY OF SHELBY}

ARTICLES OF INCORPORATION OF
✓Albro Network, Inc.

The undersigned, acting as sole incorporator and desiring to form itself into a corporation under the Alabama Business Corporation Act, does adopt the following Articles of Incorporation for such corporation:

1. The name of said Corporation shall be:
Albro Network, Inc.

2. The objects and purposes of said corporation shall be to sell wholesale insurance to independent agents, and to act as managing general agent for said Insurance Companies both within and without the State of Alabama and/or the United States.

3. The location and principal place of business of said corporation shall be Columbiana, Alabama.

4. The period of corporation shall be perpetual.

5. The total amount of authorized capital stock shall be \$5,000.00, which shall be divided into 5,000 shares of common stock of \$1.00 par value each. The corporation shall begin business with the subscribed capital stock of \$1,000.00 consisting of 1,000 shares of common stock with the par value of \$1.00 per share of which 1,000 shares are subscribed and paid for. The corporation shall be authorized to issue fractional shares.

6. The name and post office address of the officers or agents authorized and designated to receive subscriptions to the capital stock of said corporation are Joyce P. Hopper or Barbara J. Whitehead, #3 Office Circle Columbiana, Alabama 35051.

P.O. Box 830
Columbiana, AL
35051

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SHELBY COUNTY JUDGE OF PROBATE
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1993-24467

7. The name and address of the incorporators is as follows:

Joyce P. Hopper
3340 Mountainside Road
Birmingham, Alabama 35243

Barbara J. Whitehead
1474 Highway 47 S
Columbiana, Alabama 35051

8. The officers and/or directors chosen for the first year is as follows:

| | |
|----------------------|-------------------------|
| Barbara J. Whitehead | - President |
| Joyce P. Hopper | - Chairman of the Board |
| Deborah W. Joiner | - Vice President |
| Lisa H. Moody | - Secretary/Treasurer |

9. All incorporators hereby acknowledge their agreement to a plan for the issuance of capital stock of the Corporation whereby it is agreed by and between the incorporators that all capital stock to be issued pursuant to Section 1244 of the Internal Revenue Code of 1954 as amended, within one year from the date this plan is adopted by the Stockholders and Directors. It is agreed that the effective date of the plan shall be the date on which the same is approved by the Board of Directors.

10. For the purposes of determining the number of holders of record of the stock of the corporation, stock which is held in joint tenancy or common tenancy or by the entirety shall be treated as held by one shareholder. All of the corporation's issued shares of common stock of all classes, exclusive of treasury shares, shall be held of record by not more than thirty-five persons.

11. The location and mailing address is and the name of the corporation's initial registered agent at such address is Barbara J. Whitehead or Joyce P. Hopper.

IN WITNESS WHEREOF, the undersigned have hereunto set our respective names and seals this the 12th day of August, 1993.

Deborah W. Joiner
Deborah W. Joiner, Vice President

THE STATE OF ALABAMA }
COUNTY OF SHELBY }

Before me, the undersigned authority, personally appeared Deborah W. Joiner who is known to me, or who being made known to me, whose name is signed as incorporator to the foregoing Articles of Incorporation, and I do certify that she did acknowledge before me that being informed of the contents of the foregoing Article of Incorporation, she did sign the same voluntarily as and for his own act and deed on the day the same bears dat.

Given under my hand this 12th day of August 1993.

SEAL

Barbara J. Whitehead
Notary Public in and for said State
and County

My Commission Expires 3/19/96

IN WITNESS WHEREOF, the undersigned have hereunto set our respective names and seals this the 12 day of August, 1993.

Joyce P. Hopper

Joyce P. Hopper, Chairman of the Board

THE STATE OF ALABAMA}
COUNTY OF SHELBY }

Before me, the undersigned authority, personally appeared Joyce P. Hopper who is known to me, or who being made known to me, whose name is signed as incorporator to the foregoing Articles of Incorporation, and I do certify that she did acknowledge before me that being informed of the contents of the foregoing Article of Incorporation, she did sign the same voluntarily as and for his own act and deed on the day the same bears dat.

Given under my hand this 12 day of August 1993.

SEAL

Barbara J. Whitehead
Notary Public in and for said State
and County

My Commission Expires 3/1/96

IN WITNESS WHEREOF, the undersigned have hereunto set our respective names and seals this the 12th day of August, 1993.

Lisa H. Moody
Lisa H. Moody, Secretary / Treasurer

THE STATE OF ALABAMA}
COUNTY OF SHELBY }

Before me, the undersigned authority, personally appeared Lisa H. Moody who is known to me, or who being made known to me, whose name is signed as incorporator to the foregoing Articles of Incorporation, and I do certify that she did acknowledge before me that being informed of the contents of the foregoing Article of Incorporation, she did sign the same voluntarily as and for his own act and deed on the day the same bears dat.


Given under my hand this 12th day of August 1993.

SEAL

Darlene J. Whitehead
Notary Public in and for said State
and County

My Commission Expires 3/5/96

IN WITNESS WHEREOF, the undersigned have hereunto set our respective names and seals this the 13 day of August, 1993.

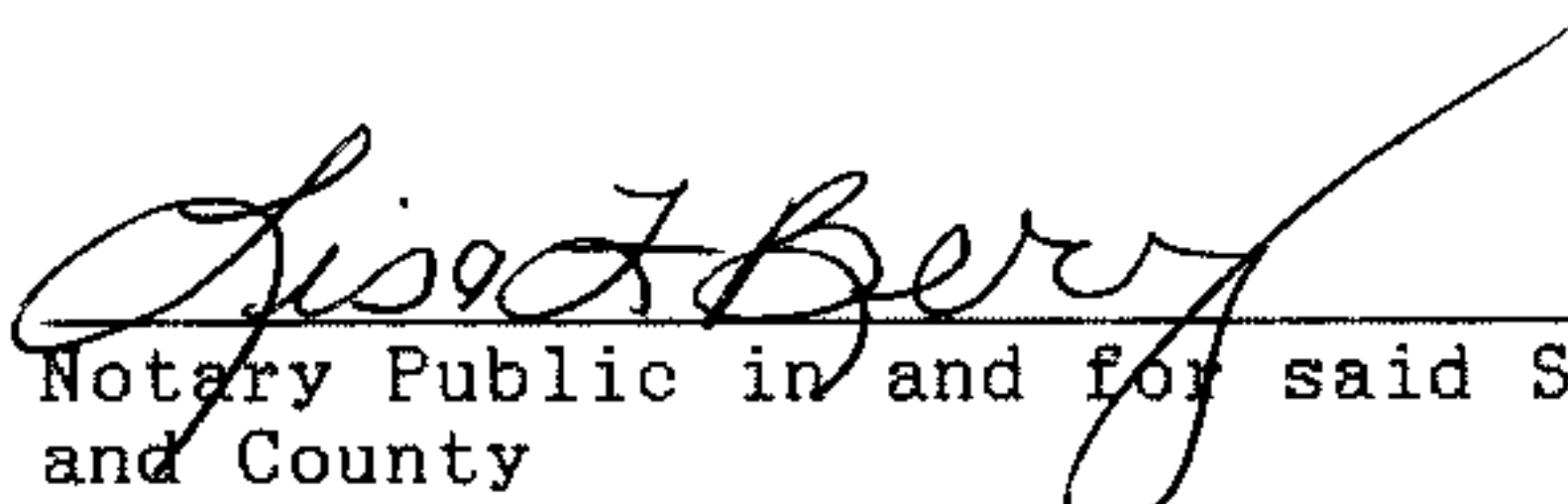

Barbara J. Whitehead, President

THE STATE OF ALABAMA}
COUNTY OF SHELBY }

Before me, the undersigned authority, personally appeared Barbara J. Whitehead who is known to me, or who being made known to me, whose name is signed as incorporator to the foregoing Articles of Incorporation, and I do certify that she did acknowledge before me that being informed of the contents of the foregoing Article of Incorporation, she did sign the same voluntarily as and for his own act and deed on the day the same bears dat.

Given under my hand this 13 day of August 1993.

SEAL


Notary Public in and for said State
and County

My Commission Expires MY COMMISSION EXPIRES 9-16-95

STATE OF ALABAMA

I, Jim Bennett, 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:

Albro Network, Inc.

This domestic corporation name is proposed to be incorporated in ^{Shelby} ~~Jefferson~~ County and is for the exclusive use of Joyce Hopper, P O Box 231, Opp, AL 36467 for a period of one hundred twenty days beginning June 10, 1993 and expiring October 9, 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.

June 10, 1993

Date

Jim Bennett

Secretary of State

State of Alabama

SHELBY SHELBY County

CERTIFICATE OF INCORPORATION OF

ALBRO NETWORK, 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 ALBRO NETWORK, 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 ALBRO NETWORK, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 17th day of AUGUST, 19 93.

Thomas A. Snowden, Jr.

Judge of Probate

Inst # 1993-24467

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