

This Document Prepared By:
CHAS. H. MOSES, JR.
3867 Pine Lane, Suite 101
Bessemer, Al. 35022
205-425-6629
FAX: 205-425-6627

**ARTICLES OF INCORPORATION
OF
JOBS WEEKLY, INC.**

The undersigned, acting as incorporator of a corporation under the Code of Alabama, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is: Jobs Weekly, Inc.

SECOND: The maximum number of shares which the corporation is authorized to have outstanding is 1,000 shares, all of which shall be common shares with Par Value of \$1.00 each.

THIRD: The registered office of the corporation is at 5252 Birdsong Road, Birmingham, Al. 35242. The registered agent at that address is Frank L. Mize, Jr.

FOURTH: The incorporator's name and address is:

Frank L. Mize, Jr., 5252 Birdsong Road, Birmingham,
Alabama, 35242.

FIFTH: The number of directors constituting the initial Board of Directors of the corporation is two (2), and the name and address of the persons who are to serve as Director until the first annual meeting of shareholders or until their successors are elected and shall duly qualify, are:

Frank L. Mize, Jr., 5252 Birdsong Road, Birmingham,
Alabama, 35242.

Deborah B. Mize, 5252 Birdsong Road, Birmingham,
Alabama, 35242.

SIXTH: The purposes for which the corporation is formed are:

(a) To publish, sell, deliver and distribute newspapers, books, magazines, pamphlets, flyers, and all types of publications. To sell advertising therein; to

purchase, distribute and deliver all kinds of equipment for display and sale of such products especially listing agencies helping people obtain part-time and temporary employment or for permanent jobs and training therefor.

(b) To buy, sell, own, build, improve, design, plat, and deal in houses and buildings of every nature, and real estate.

(c) To engage in the management and direction of various related industries and business and to provide appropriate services in connection therewith.

(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 the 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.

(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, in addition to those powers specifically conferred upon the corporation by the Alabama Business Corporation Act, 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.

SEVENTH: The conduct and affairs of the corporation shall be granted and regulated by its By-Laws. The shareholders reserve the right to adopt the initial By-Laws of the Corporation. The Board of Directors is expressly authorized to alter, amend or change the By-Laws, but shareholders must approve or make such changes as it may direct at its next annual meeting or at a special called meeting with that on its agenda.

EIGHTH: The management of the corporation shall be vested in the Board of Directors, who, in addition to the powers and

authorities granted by the By-Laws, the Statutes of Alabama, or otherwise expressly conferred upon them, are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the corporation which are not by Statute or the By-Laws of the corporation directed or required to be exercised or subject, however, to the provisions of the Code of Alabama, these Articles of Incorporation, the By-Laws of the corporation and to any resolution from time to time made by the corporation in a general meeting, provided that no resolution or By-Laws so made shall invalidate any prior act of the Directors which would have been valid if such By-Laws had not been made or if such resolution had not been adopted.

Dated this 25th day of June, 1998.

Frank L. Mize, Jr.
Frank L. Mize, Jr.

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 10-2B-4.02, 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:

Jobs Weekly, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Charles H Jr. Moses, 3867 Pine Lane Ste 101, Bessemer, AL 35022 for a period of one hundred twenty days beginning March 19, 1998 and expiring July 18, 1998.

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 19, 1998
Date

Jim Bennett

Jim Bennett

Secretary of State

Inst # 1998-23742

06/25/1998-23742
03:22 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
006 MCD 90.00