

**ARTICLES OF INCORPORATION OF  
CHAPPELL CARPETS, INC.**

Pursuant to Alabama Code 1975, as amended, Section 10-2B-2.02,  
the following Articles of Incorporation are set out:

Inst # 1999-4424

I. NAME: The name of the corporation is Chappell Carpets,  
Inc.

II. AUTHORIZED SHARES: The corporation is authorized to  
issue Ten Thousand (10,000) shares of one dollar par value common  
stock. There shall only be one class of stock.

III. REGISTERED AGENT AND REGISTERED OFFICE: The street  
address of the corporation's initial registered office is 290  
Outback Trail; Sterrett, Alabama 35147 and the name of the initial  
registered agent at such office is Edwina Chappell.

IV. INCORPORATOR: The incorporator for the corporation is  
Edwina Chappell, 290 Outback Trail; Sterrett, Alabama 35147.

V. DIRECTORS: The corporation shall not operate with less  
than two directors. The name and address for the individuals who  
are to serve as the initial director is as follows:

- |                     |  |
|---------------------|--|
| (a) Edwina Chappell | 290 Outback Trail<br>Sterrett, Alabama 35147 |
| (b) Lynal Chappell  | 290 Outback Trail<br>Sterrett, Alabama 35147 |

VI. PURPOSE: The purpose for which the corporation is  
organized, is for the sale, at wholesale or retail of carpet and  
other flooring material and for the installation of the same and to  
transact any and all lawful business for which corporations may be  
incorporated under Alabama Code 1975 Section 10-2B-1.01 et seq.

VII. LIMITATION OF LIABILITY: No director or shareholder of  
the corporation shall be liable to the corporation for money  
damages for any action taken, or any failure to take any action, as  
a director or as a shareholder, except liability for (i) the amount  
of a financial benefit received by a director or shareholder to  
which he or she is not entitled; (ii) an intentional infliction of

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harm on the corporation; (iii) a violation of Alabama Code 1975 Section 10-2B-8.33; and (iv) an intentional violation of criminal law; or (v) a breach of the director's duty of loyalty to the corporation or its shareholders.

DONE this 26 day of OCTOBER, 1999.

Chappell Carpets, Inc.

By: Edwina D. Chappell  
Edwina Chappell  
Its: Incorporator

STATE OF ALABAMA )

COUNTY OF JEFFERSON )

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Edwina Chappell, whose name as the incorporator of Chappell Carpets, Inc., a corporation, is signed to the foregoing Articles of Incorporation, and who is known to me, acknowledged before me on this day that, being informed of the contents of said Articles of Incorporation, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation on the day the same bears date.

Given under my hand and seal this 26 day of OCTOBER, 1999.

[Signature]  
Notary Public  
My Commission Expires: 3-1-2002

This Instrument Prepared By:  
James F. Burford, III  
1318 Alford Ave, Suite 101  
Birmingham, Alabama 35226  
Telephone: (205) 822-3433  
Facsimile: (205) 822-1706

# 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:

Chappell Carpets, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of James III Burford, 1318 Alford Avenue Ste 101, Birmingham, AL 35226 for a period of one hundred twenty days beginning August 19, 1999 and expiring December 18, 1999.

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 19, 1999

Date



*Jim Bennett*

Jim Bennett

Secretary of State

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