

ARTICLES OF INCORPORATION OF

Up Front Enterprises, Inc.



1. The name of the corporation is **Up Front Enterprises, Inc.**
2. The period of its duration is perpetual.
3. The purpose or purposes for which the corporation is organized are the transaction of any or all lawful business for which corporation may be incorporated under the Alabama Business Corporation Act.
4. The aggregate number of shares of capital stock which the corporation shall have Authority to issue is one hundred shares of common stock, par value of One Dollar (\$1.00) per share
5. The location and mailing address of the initial registered office of the corporation are 128 Warwick Circle, Alabaster, AL 35007, and the names of its initial Registered agents at such address are J Scott Barwick and Charlie R. Allen Jr.
6. The number of directors constituting the initial board of directors of the corporation is two, and the name and address of the persons who are to serve as directors until the first annual meeting of the shareholders and until their successors are elected and shall quality are as follows:

<u>Names</u>	<u>Address</u>
1. J. Scott Barwick	128 Warwick Cir Alabaster, AL 35007
2. Charlie R. Allen Jr.	9316 Camp Oliver Rd. Adger, AL 35006

7. The names of the incorporators of the corporation are J. Scott Barwick, and Charlie R. Allen Jr. and their addresses are shown in Article 6.
8. Each Shareholder shall have a pre-emptive right to purchase shares of any class of capital stock of the corporation, including treasury shares.
9. The corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge and transfer or otherwise dispose of its own shares. Purchases by the corporation of its own shares, whether direct or indirect, may be made to the extent of unreserved and unrestricted earned surplus and capital of the corporation available therefor.

10. The corporation shall have and may exercise any and all powers, which a corporation incorporated under the Alabama Business Corporation Act, may have and exercise. Without in any way limiting the foregoing, this corporation shall have the power to endorse, or otherwise guarantee, or become a surety to the respect to, or obligate itself for, or without becoming liable therefore, nevertheless, to pledge or mortgage all or any part of its properties to secure the payment of the principal of, and interest on, or either therefor, any bonds, including construction or performance bonds, debentures, notes, scrip, coupons, or contracts or other obligations or evidence of the indebtedness, or the performance of any contract, lease, construction, performance or other bond, or of any firm, partnership, joint venture, or other person, whatsoever, in which this corporation may have a lawful interest, or on account of, or with respect to, any advantage or benefit, on any account whatsoever. Irrespective of any other profit, associations, or persons involved, and of the relative net worth of the corporations, associations, or persons involved, and of the relative amounts of obligations involved, this corporation shall be deemed to have a lawful interest in any corporation, association or person (A) which owns stock in this corporation, or (B) which owns stock in another corporation, which owns stock in this corporation, or (C) in which this corporation owns stock, or (D) in which another corporation owns stock which also owns stock in this corporation, or (E) in which any one or more persons who owns stock in this corporation, or (F) which or who has entered into any contractual arrangement pursuant to which any such corporation or person undertakes corresponding or like obligations of endorsement, guarantee, or suretyship, with respect to all or any such obligations, evidences or indebtedness, or contracts of this corporation, or which may engage with this corporation, in the conduct of any joint venture or enterprise, or in the use of common facilities or services.

The undersigned, acting as incorporators of the corporation named herein in Accordance with the Alabama Business Corporation Act, executes these Articles of Incorporation this 27th day of JUNE, 2002.


J. Scott Barwick

Charlie R. Allen 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:

Up Front Enterprises, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Scott Barwick, 128 Warwick Circle, Alabaster, AL 35007 for a period of one hundred twenty days beginning June 6, 2002 and expiring October 5, 2002.



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 6, 2002

Date

Jim Bennett

Secretary of State

