ARTICLES OF INCORPORATION OF DAILEY & BENNETT, P.C.

Pursuant to the provisions of Alabama Code § 10-12-1 through 10-12-61, the undersigned do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is DAILEY & BENNETT, P.C.

ARTICLE II

The period of DAILEY & BENNETT, P.C.'s duration is perpetual.

ARTICLE III

DAILEY & BENNETT, P.C. has been organized for the purpose of practicing law in the State of Alabama.

ARTICLE IV

DAILEY & BENNETT, P.C. shall have authority to issue 1,000 shares of common stock. The initial stockholders are:

Henry C. Dailey, Jr. - 500 shares D. Keith Bennett- 500 shares

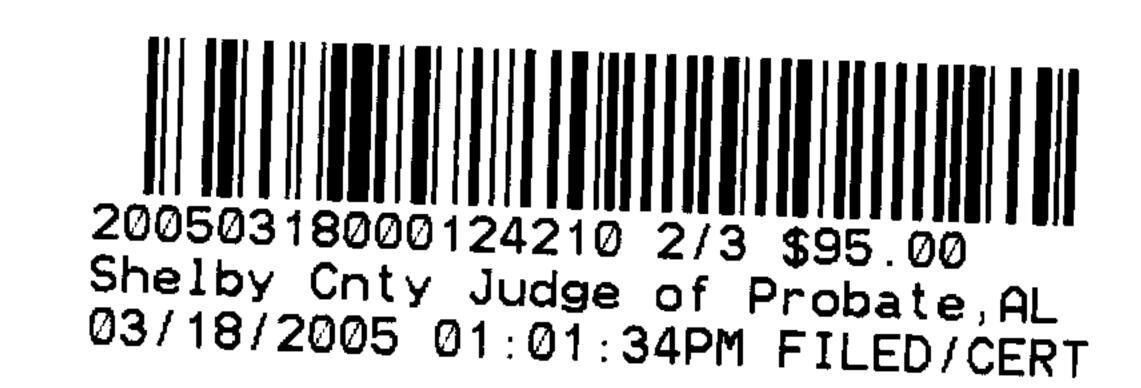
ARTICLE V

The location and street address of the initial registered office shall be in Shelby County, Alabama at 2217 Cahaba Valley Drive, Birmingham, Alabama 35242 and its registered agent at such address shall be Henry C. Dailey, Jr.

ARTICLE VI

The number of directors constituting DAILEY & BENNETT, P.C.'s initial board of directors is two (2), whose names and addresses are:

Henry C. Dailey, Jr. 2217 Cahaba Valley Drive Birmingham, Alabama Articles of Incorporation DAILEY & BENNETT, P.C. Page 2 of 2 Pages



D. Keith Bennett 2217 Cahaba Valley Drive Birmingham, Alabama 35242

ARTICLE VII

The initial secretary/treasurer is D. Keith Bennett.

ARTICLE VIII

The initial president is Henry C. Dailey, Jr.

ARTICLE IX

The interests in DAILEY & BENNETT, P.C. shall be transferable, in whole to a new member or in part to an additional member, only upon the unanimous written consent of all members.

IN WITNESS THEREOF, the undersigned memoers of DAILEY & BENNETT, P.C. have executed these Articles of Incorporation on this the day of March 2005.

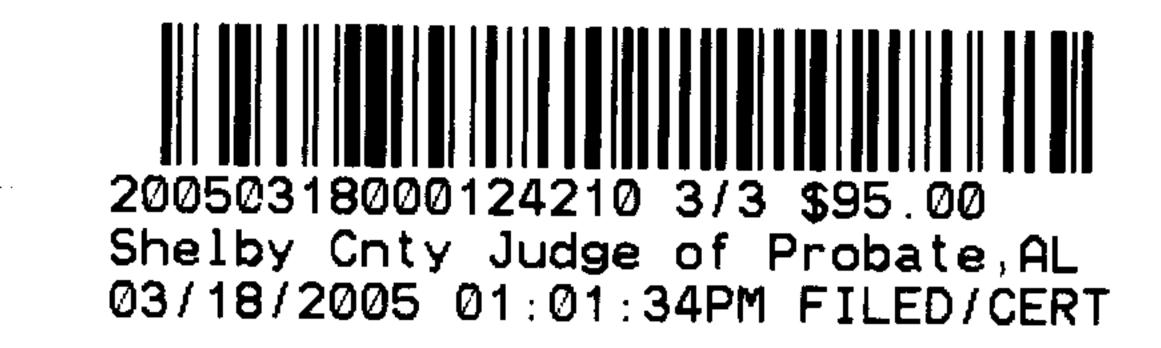
HEARY C. DAILEY, JR.

D. KEITH BENNETT

Sworn to and subscribed before me on this the day of March 2005.

NOTARY PUBLIC

My Commission Expires: NOTARY PUBLIC STATE OF ALABAMA AT LARGE MY COMMISSION EXPIRES: July 19, 2006 BONDED THRU NOTARY PUBLIC UNDERWRITTERS



Nancy L. Worley Secretary of State

P.O. Box 5616 Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Nancy L. Worley, 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:

Dailey & Bennet, P.C.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Henry C Dailey Jr, 2217 Cahaba Valley Dr, Birmingham, AL 35242 for a period of one hundred twenty days beginning March 7, 2005 and expiring July 6, 2005.



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 7, 2005

Date

Janey S. Marley

Nancy L. Worley

Secretary of State