

**ARTICLES OF INCORPORATION  
OF  
M & R SALES CONSULTANTS, INC.**

The undersigned, being a natural person of at least 18 years of age and acting as the incorporator of the Corporation hereby being formed under the Alabama Business Corporation Act, does hereby certify that:

Article 1. The name of the Corporation is:

M & R Sales Consultants, Inc.

Article 2. The Corporation is formed for the following purposes:

To engage in, own and operate a business in the sales consulting industry and any activity related there too.

To enter into, perform and carry out contracts and agreements of every kind and nature, with any person, firm, corporation or other entity, and any state, county, municipal or other governmental body, including all boards, bureaus and agencies thereof.

To carry on any other activities necessary to, in connection with or incidental to the foregoing.

The provisions of this Article shall be construed as purposes and objects, and the matters expressed in each provision hereof shall not be limited in any way, except as otherwise expressly provided herein, by reference to or inference from the terms of any other provision hereof, and shall be regarded as independent purposes and objects. The enumeration of specified purposes and objects shall not be construed to exclude, limit or otherwise restrict in any manner any power, right or privilege given to the Corporation herein or by law, or to limit or restrict in any manner the meaning of the provisions hereof, or the general powers of the Corporation, nor shall the expression of one thing be deemed to exclude another, although it be of like nature, not expressed.

Article 3. The street address of the registered office of the Corporation in the State of Alabama is 4064 Guilford Road, Hoover, Alabama 35242, and the name of the Corporation's initial registered agent upon whom process against the Corporation may be served at said registered office is Michael J. Breipohl.

Article 4. The total number of shares of stock which the Corporation shall have authority to issue is 1000 shares, \$1.00 par value, all of which shall be of the same class and all of which are designated as common stock.

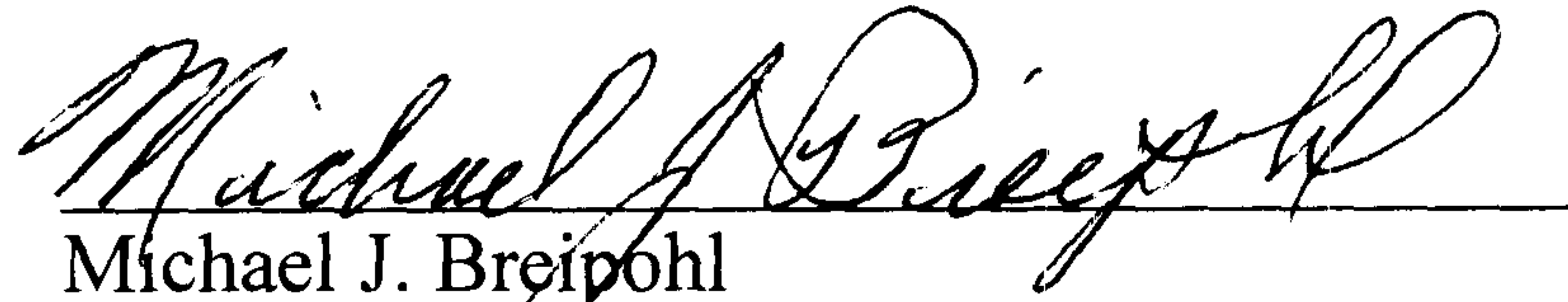


Article 5. The number of directors constituting the initial Board of Directors of the Corporation is One (1). The number of directors of the Corporation may be increased or decreased pursuant to the bylaws of the Corporation, and so long as there are less than three shareholders, the number of directors may be less than three by not less than the number of shareholders. The name and address of each person who is to serve as a director until a successor is elected and qualifies are: Micheal J. Breipohl having an address at 4064 Guilford Road, Hoover, Alabama 35242.

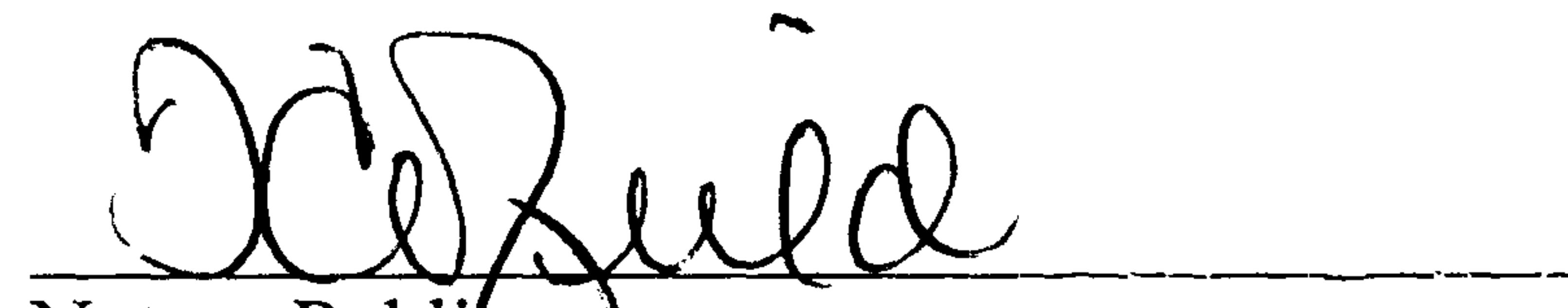
Article 6. The name of the incorporator is Micheal J. Breipohl, and the mailing address of the incorporator is 4064 Guilford Road, Hoover, Alabama 35242.

Article 7. The duration of the Corporation is perpetual.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation on the 3rd day of January, 2006.

  
Michael J. Breipohl  
Incorporator

Signed and sworn before me this the 3rd day of January, 2006.

  
Notary Public  
My Commission Expires: 10/24/07

This document prepared by:

Small Business Accounting Services, Inc.  
5865 Old Leeds Road, Suite A  
Birmingham, Alabama 35210  
(205)956-1836 Fax (205)951-3819

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:

**M & R Sales Consultants, Inc.**

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Salena Hargrove, 5865 Old Leeds Road Ste, Birmingham, AL 35210 for a period of one hundred twenty days beginning December 15, 2005 and expiring April 15, 2006.



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.

December 15, 2005

Date

*Nancy L. Worley*

Nancy L. Worley

Secretary of State