

# ARTICLES OF INCORPORATION

of

**B & W PLUMBING, INC.**

An Alabama Corporation

TO THE HONORABLE JUDGE OF PROBATE IN AND FOR SHELBY COUNTY, ALABAMA:

We the undersigned, Wayne Smith and Bobby Wayne Sanford, Jr., acting as sole incorporators and desiring to organize a corporation for the purposes hereinafter stated, under the laws of the State of Alabama, do hereby adopt the following Articles of Incorporation for such corporation:

## **ARTICLE ONE - NAME**

The name of the corporation is to be **B & W PLUMBING, INC.**

## **ARTICLE TWO – DURATION**

The duration and term of existence of the corporation is to be perpetual.

## **ARTICLE THREE – PURPOSE**

The purpose for which the corporation is organized are as follows: to engage in the general business of installation of plumbing and heating, as contractor or subcontractor, in new construction or as repairs or remodeling of existing structures; and to manufacture, buy, sell, and otherwise deal in plumbing fixtures, pipes, accessories, and fittings necessary or useful in such occupation; to enter into and perform all manner and kinds of contracts, agreements, and obligations for any lawful purpose by or with any person, firm, association, corporation, or governmental division or subdivision; and generally to carry on any other business which can be advantageously pursued in

conjunction with or incidental to any of the above purposes; and to engage in any lawful business or activities related to the stated purpose; and to engage in any lawful act or activity for which corporations may be organized under the Alabama Business Corporation Act.

#### **ARTICLE FOUR – REGISTERED OFFICE**

The location and mailing address of the initial registered office of the corporation is: 1067 Hwy. 311, Shelby, Alabama 35143.

#### **ARTICLE FIVE – REGISTERED AGENT**

The initial registered agent is Wayne Smith and the initial registered agent's address is: 1067 Hwy. 311, Shelby, Alabama 35143.

#### **ARTICLE SIX – CAPITAL STOCK**

A. The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1,000) shares, of common voting stock, all of which shall be common shares with a par value of \$1.00 per share. The amount of capital stock with which the corporation shall begin business is One Thousand (\$1,000.00) Dollars, all of which has been paid in, in cash or transfer of property.

B. There shall be no more than Seventy-Five (75) shareholders. Stock shall be issued and transferable only to natural persons who are not nonresident aliens.

#### **ARTICLE SEVEN - INCORPORATORS**

The name and address of each incorporator is as follows:



<u>Name</u>	<u>Address</u>	<u>Number of Shares</u>
Wayne Smith	1067 Hwy. 311 Shelby, Alabama 35143	500
Bobby Wayne Sanford, Jr.	1067 Hwy. 311 Shelby, Alabama 35143	500

#### **ARTICLE EIGHT – DIRECTORS**

The number of directors constituting the initial Board of Directors shall be the same number of persons listed in this Article Eight. The names and addresses of the persons constituting the initial Board of Directors and who are to serve as directors until the first annual meeting of the shareholders, or until their successors are elected and qualify are as follows:

<u>Name</u>	<u>Address</u>
Wayne Smith	1067 Hwy. 311 Shelby, Alabama 35143
Bobby Wayne Sanford, Jr.	1067 Hwy. 311 Shelby, Alabama 35143

#### **ARTICLE NINE – OFFICERS**

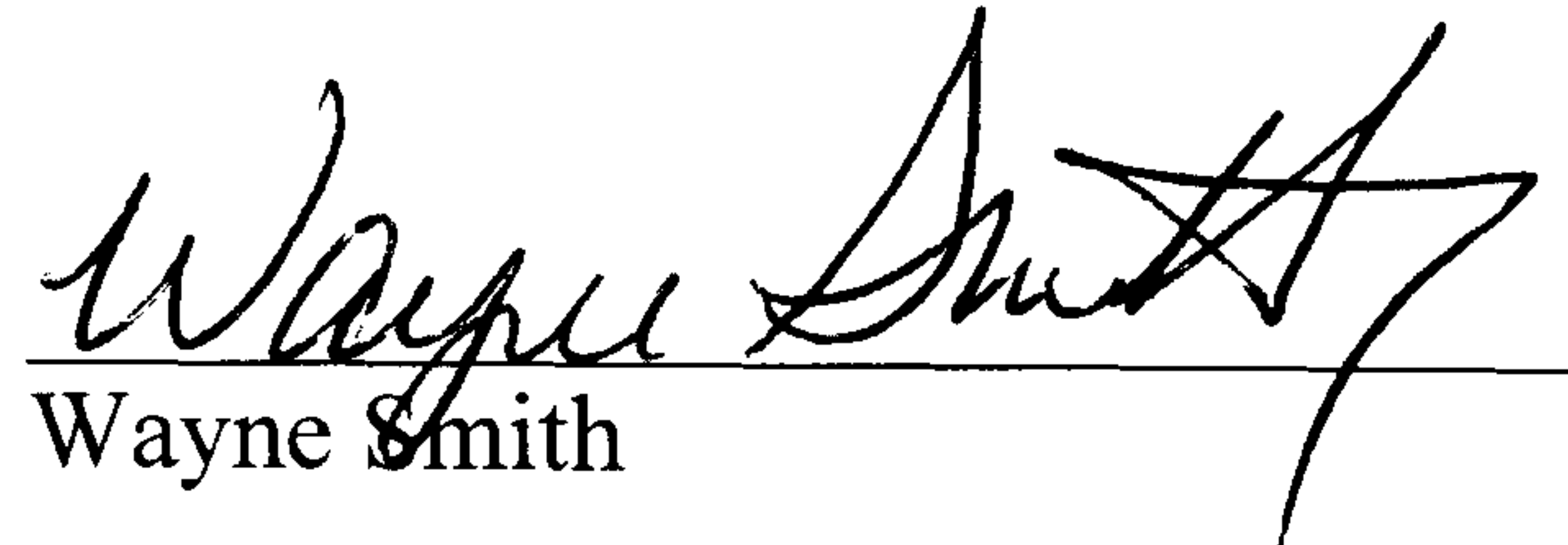
The name and address of the officers chosen for the first year and until their successors are elected and qualified are as follows:

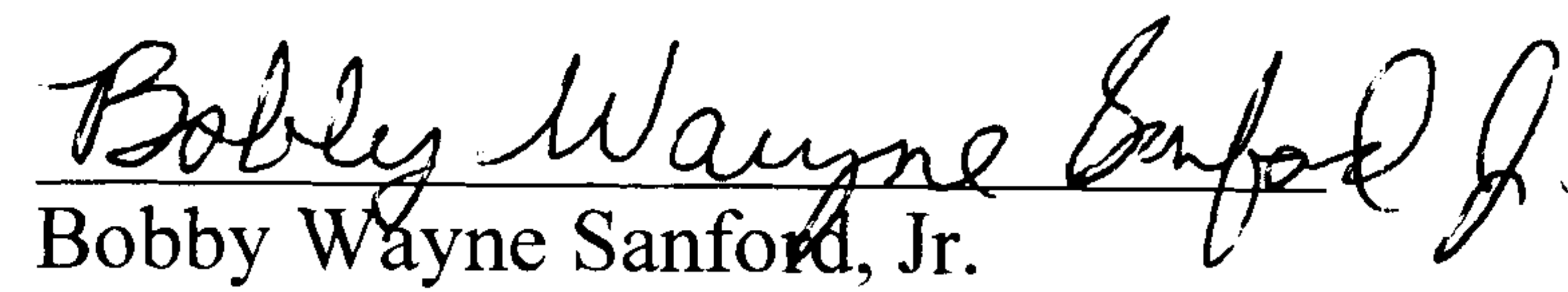
<u>Name of Officers</u>	<u>Address</u>	<u>Office</u>
Wayne Smith	1067 Hwy. 311 Shelby, Alabama 35143	President/Secretary
Bobby Wayne Sanford, Jr.	1067 Hwy. 311 Shelby, Alabama 35143	Vice Pres./Treasurer



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Shelby Cnty Judge of Probate, AL  
02/17/2006 02:40:34PM FILED/CERT

**IN WITNESS WHEREOF**, the undersigned, acting as incorporators of the  
corporation named herein in accordance with the Alabama Business Corporation Act,  
execute these Articles of Incorporation this the 3<sup>rd</sup> day of February,  
2006.

  
Wayne Smith

  
Bobby Wayne Sanford, Jr.

This instrument was prepared by Daniel A. Crowson, Jr., Attorney at Law, whose  
address 101 North Main Street, Post Office Box 278, Columbiana, Alabama 35051.





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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:

**B & W Plumbing, Inc.**

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Daniel Crowson, PO Box 278, Columbiana, AL 35051 for a period of one hundred twenty days beginning January 20, 2006 and expiring May 21, 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.

January 20, 2006

Date

Nancy L. Worley

Secretary of State