

ARTICLES OF INCORPORATION
OF
NDC, INC.

To: The Honorable Judge of Probate
Shelby County, Alabama

The undersigned, acting as incorporator, desiring to form a business corporation in the State of Alabama, does hereby adopt these Articles of Incorporation under the Alabama Business and Nonprofit Entity Code, Alabama Code §§ 10A-1-1.01 to 10A-30-2.13, in accordance with the provisions of such Code applicable to business corporations, including, but not limited to, those provisions under the Alabama Business Corporation Law, Alabama Code §§ 10A-2-1.01 to 10A-2-17.02, and any and all amendments and successor provisions thereto.

ARTICLE I
NAME

The name of the corporation shall be and is:

NDC, INC.

ARTICLE II
DURATION

The corporation shall have perpetual existence.

ARTICLE III
PURPOSES

The purposes for which the corporation is organized are the transaction of any and all lawful business for which business corporations may be incorporated under the Alabama Business and Nonprofit Entity Code and the Alabama Business Corporation Law, including, but not limited to, the ownership and operation of a business which imports goods.

ARTICLE IV
AUTHORIZED CAPITAL STOCK

The total number of shares of stock which the corporation shall have the authority to issue is One Thousand (1000) shares of the par value of One Cent (\$.01) per share, all of which shall be common stock having non-cumulative voting rights, amounting in the aggregate to Ten Dollars (\$10.00).

ARTICLE V
REGISTERED OFFICE/AGENT

The physical location and the mailing address of the initial registered office of the corporation shall be at 104 Industrial Parkway, Columbiana, AL 35051, but the Board of Directors may, at any time, and from time to time, change the location and mailing address of such registered office.

The initial registered agent designated by the incorporator at such address is John Brian Tipton.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

Initially there shall be two directors, but the number of directors may be changed from time to time as provided by the By-laws. The names and addresses of the initial directors who shall serve until the first annual meeting of shareholders and until their successor(s) are elected and shall qualify are as follows:

<u>Name</u>	<u>Address</u>
John Brian Tipton	8003 Woodfern Drive Indian Springs, AL 35124
Maxwell Dean Harvison	5283 Harvest Ridge Lane Birmingham, AL 35242

ARTICLE VII
INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Mark W. Macoy, Esq.	300 Vestavia Parkway, Suite 2300 Birmingham, AL 35216

ARTICLE VIII
SHAREHOLDER LIABILITY

The private property of the shareholders shall not be subject to the payment of corporate liabilities or debts to any extent whatsoever.

ARTICLE IX
BOARD OF DIRECTORS

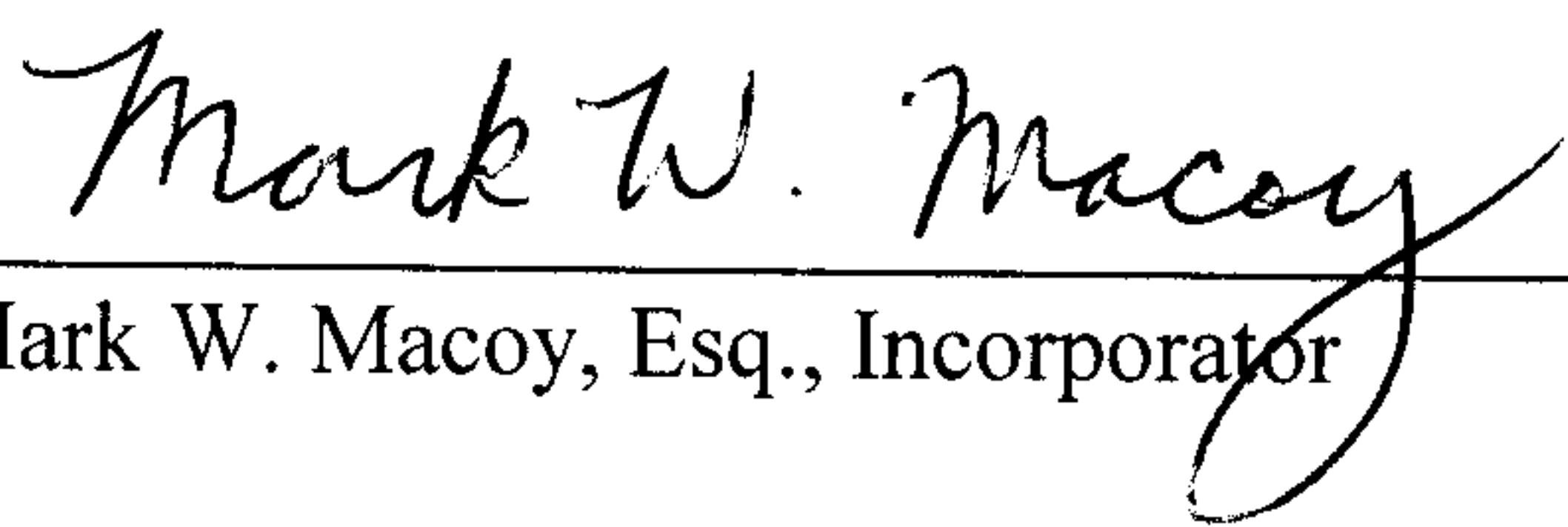
The business and affairs of the corporation shall be under the management of a Board of Directors. The power to adopt, alter, amend or repeal the By-laws or adopt new By-laws shall be vested in the Board of Directors.

A director of the corporation shall not be liable to the corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director, except liability for (A) the amount of a financial benefit received by a director to which he or she is not entitled; (B) an intentional infliction of harm on the corporation or the shareholders; (C) a violation of Section 10A-2-8.33 of the Alabama Business Corporation Law; (D) an intentional violation of criminal law; or (E) a breach of the director's duty of loyalty to the corporation or its shareholders.

ARTICLE X
RESERVATION OF RIGHTS

The corporation reserves the right to amend or repeal any provision of these Articles of Incorporation in the manner provided by law; and all rights conferred upon the officers, directors, and shareholders of the corporation are granted subject to this reservation.

IN WITNESS WHEREOF, the incorporator has hereunto subscribed his name, this the 14th day of February, 2012.


_____(SEAL)
Mark W. Macoy, Esq., Incorporator

THIS DOCUMENT PREPARED BY:
Mark W. Macoy, Esq.
Mark W. Macoy, LLC
300 Vestavia Parkway, Suite 2300
Birmingham, Alabama 35216
(205) 795-2080



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Shelby Cnty Judge of Probate, AL
02/14/2012 01:48:20 PM FILED/CERT

Beth Chapman
Secretary of State

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

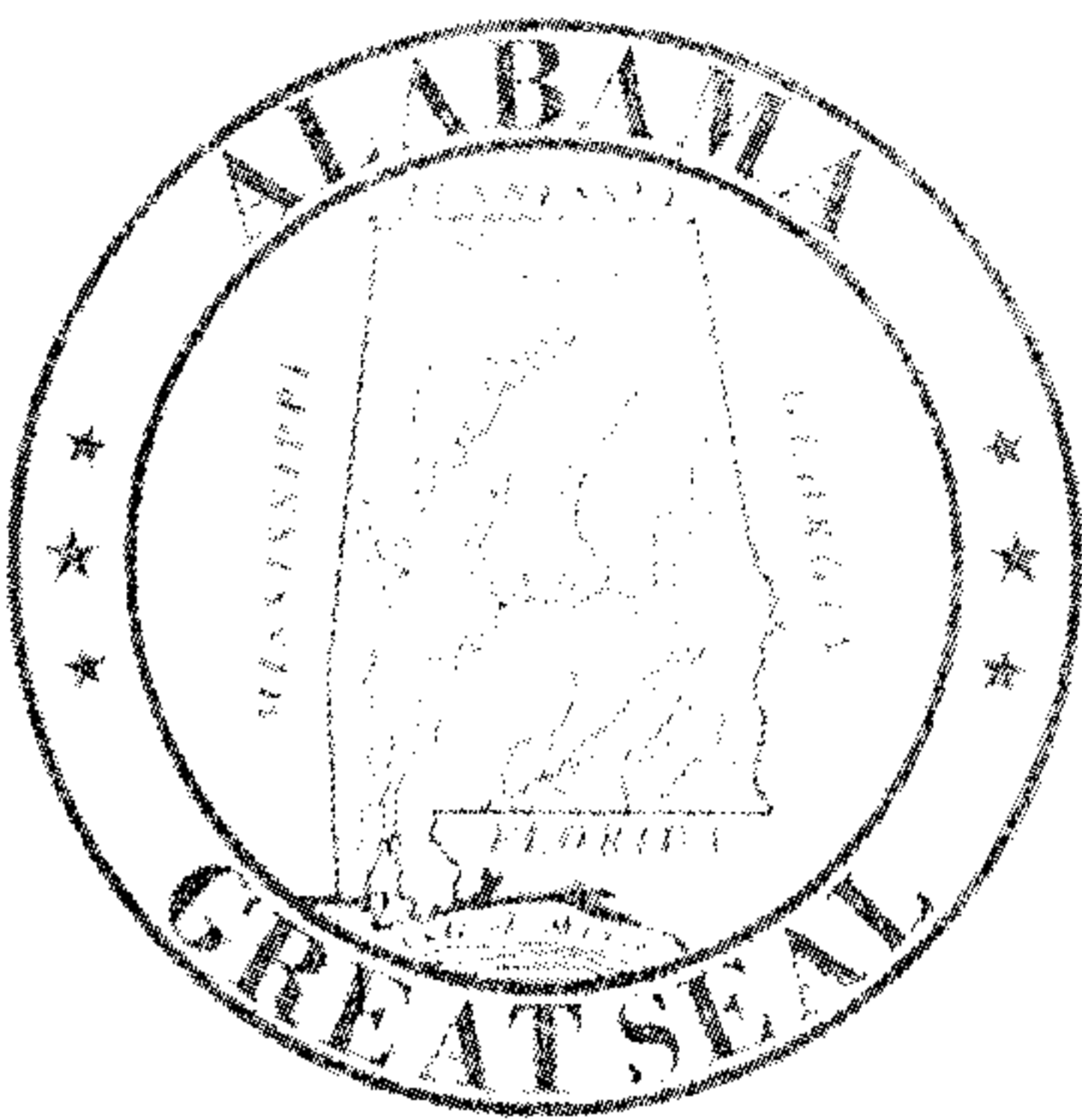
STATE OF ALABAMA

**I, Beth Chapman, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama*
1975, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

NDC, Inc.

This domestic business corporation is proposed to be formed in Alabama and is for
the exclusive use of Mark W. Macoy, 300 Vestavia Parkway Suite 2300,
Birmingham, AL 35216 for a period of one hundred twenty days beginning
February 14, 2012 and expiring June 13, 2012.



596-943

**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.**

February 14, 2012

Date

Beth Chapman

Beth Chapman

Secretary of State