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Shelby Cnty Judge of Probate, AL
03/26/2012 10:55:58 AM FILED/CERT

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

**ARTICLES OF INCORPORATION
OF
SPIFFY HIPPO, INC.**

Pursuant to the Provisions of Section 10-2B-2.02, *et seq.* of the Code of Alabama (1975), the undersigned hereby adopt the following Articles of Incorporation.

ARTICLE I
Name

The name of the corporation is **SPIFFY HIPPO, INC.** (the “Company”).

ARTICLE II
Duration

The duration of the Company shall be perpetual, unless it is dissolved and its affairs wound up prior to that date in accordance with the Code of Alabama (1975), Section 10-1-1, *et seq.*, hereafter referred to as “the Act.”

ARTICLE III
Purposes

The purposes for which the Company is formed are:

- (a) To accomplish any lawful business whatsoever, or which shall at any time appear conducive to or expedient for the protection or benefit of the company and its assets and that is not forbidden by the law of the jurisdiction in which the Company engages in that business, including specifically the display, printing, distributing, and sale or brokering of art, done so via an online or internet operation.
- (b) To render to others, and to engage in the business of rendering to others, consulting, advisory, administrative, industrial engineering, accounting, bookkeeping and other services of every nature, kind and character, which it may legally render;
- (c) To engage in any industrial, manufacturing, mining, mercantile, trading, agricultural, service, or other lawful business of any kind or character whatsoever;

- (d) To act as agent, representative, or receiver of any person, firm, corporation, or governmental entity or instrumentality in respect to any lawful undertaking or transaction;
- (e) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real or personal property, or any interest therein;
- (f) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, corporation, associations, partnerships, limited liability companies, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;
- (g) To lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested; and
- (h) To engage in any other lawful act or activity for which corporations may be organized pursuant to the Act.

ARTICLE IV
Registered Office; Registered Agent

The location and street address of the initial registered office of the Company shall be 134 Narrows Creek Drive, Birmingham, Alabama 35242 and its registered agent at such address shall be DYLAN TAYLOR.

ARTICLE V
Initial Officers

The name and address of the initial officers are:

Dylan Taylor, President
2109 Aaron Road
Pelham, AL 35124

Bradford Duffy, Vice President
134 Narrows Creek Drive
Birmingham, AL 35242

ARTICLE VI
Admission of Additional Officers

Upon the unanimous written consent of the members, the Company may permit the admission of additional members and the terms and conditions of their admission shall be set forth in the Company's Operating Agreement.

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ARTICLE VII
Cessation of Officer

The cessation from duties of one or more officers will not result in the dissolution of the Company.

ARTICLE VIII
Issued Stock

This corporation is authorized to issue only one class of shares of stock and the total number of shares which this corporation is authorized to issue is 1000 .

IN WITNESS WHEREOF, these Articles have been subscribed as of the 26 day of February, 2012 by the undersigned member/organizer, who affirm that the statements made herein are true under the penalties of perjury.



Dylan Taylor,
PRESIDENT, Incorporator



Bradford Duffy,
VICE PRESIDENT, Incorporator

Prepared By:

Stephen L. Duncan, Jr.
Attorney at Law
1305 Wales Ave.
Birmingham, AL 35213
t. (205) 807-1071



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Beth Chapman
Secretary of State

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

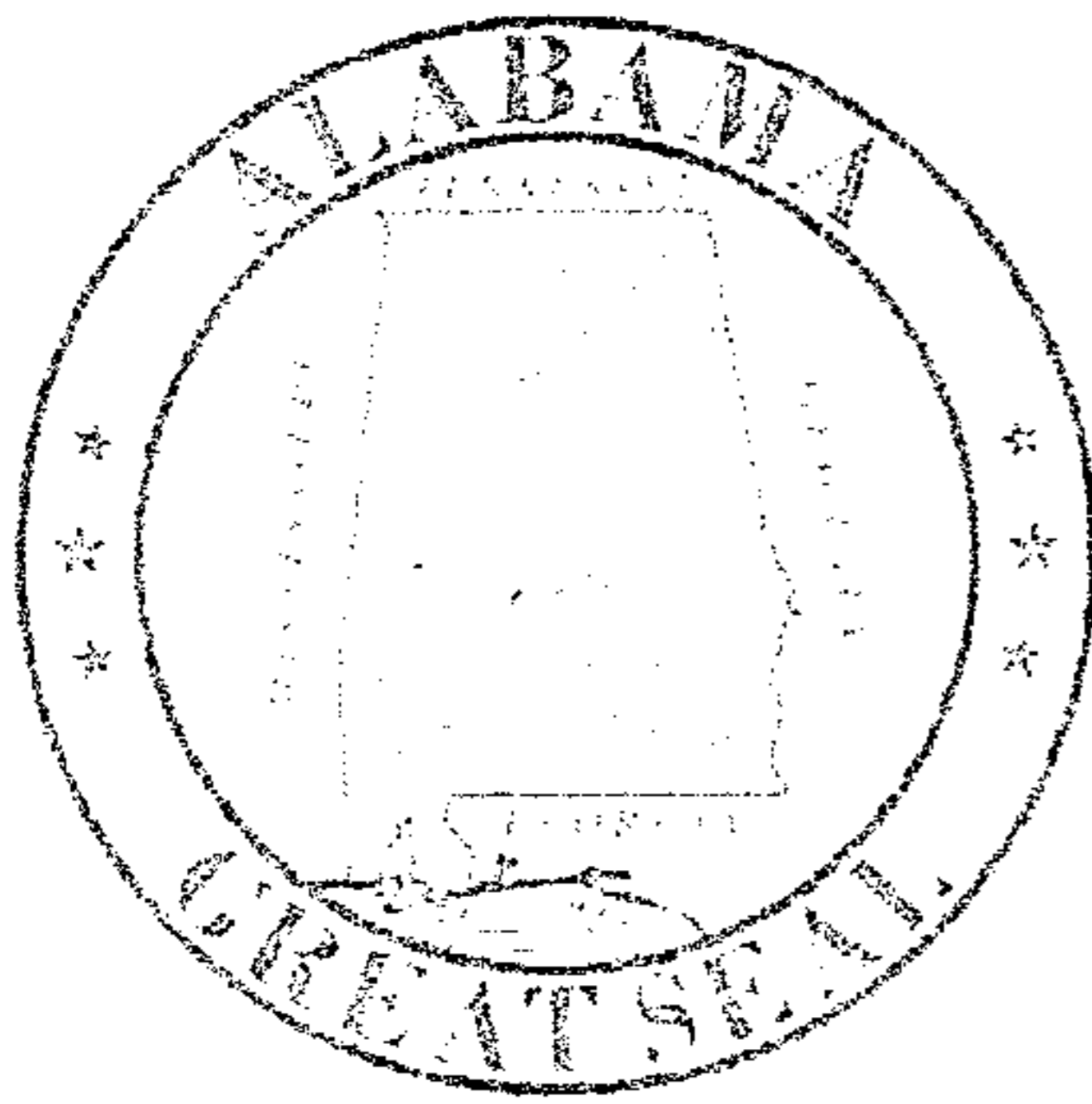
STATE OF ALABAMA

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:

Spiffy Hippo Incorporated

This domestic business corporation is proposed to be formed in Alabama and is for the exclusive use of Bradford Duffy, 134 Narrows Creek Dr., Birmingham, AL 35242 for a period of one hundred twenty days beginning March 26, 2012 and expiring July 24, 2012.



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 26, 2012

Date

Beth Chapman

599-945

Beth Chapman

Secretary of State