

STATE OF ALABAMA

SHELBY COUNTY

CERTIFICATE OF INCORPORATION
OF

ALABAMA HIGHMILEAGE CARBURETOR CLUB, INC.

The undersigned, Walter Carlos Anderton, Marian B. Anderton, and Anderton each of whom is over the age of twenty one years and a resident citizen of the State of Alabama, desiring to organize a body corporate under Article I, Chapter I, Title 10, Code of Alabama, 1940, for the purpose of carrying on the lawful business hereinafter set forth, do hereby make, sign and file this Certificate of Incorporation as follows:

ARTICLE I

NAME

The name of the corporation shall be:
Alabama Highmileage Carburetor Club, Inc.

ARTICLE II

OBJECTS

The objects for which the corporation is formed are:

- A. To conduct Club business, and to design, draft designs; to carry on general Club work and all phases of auto work not inconsistent with the laws of the State of Alabama or any other state in which said corporation may be qualified to do business.
- B. To buy, sell, lease, assign, transfer and purchase any and all auto or auto parts necessary to the carrying out of said Club business; to borrow money and incur other liabilities in the conduction of Club business.
- C. Subscribe to magazines, publications, books and to other clubs of like interest; to inform and educate the membership and the general public.
- D. To influence national laws by informing the membership and the general public of the need for revised and new laws to give more freedom in the related subjects.

(c) To have and exercise all of the powers set forth in Section 70 of Title 10 of the Code of Alabama of 1940, as last amended, and such other powers now given, or hereinafter given, by the Statutes of the State of Alabama to corporations of this size and character.

(d) To do all and everything necessary, suitable or proper to the accomplishment of any of the purposes, the attainment of any of the objects or the furtherance of any of the powers hereinabove or hereinbelow set forth, either alone, or through, or in connection with other corporations, partnerships, associations, firms, or individuals; and, either as principal or agent, to do every other act and thing incidental or appurtenant to, growing out of in in connection with the aforesaid objects, purposes or powers, or any of them.

ARTICLE III

PRINCIPAL OFFICE

The principal office of the corporation in the State of Alabama shall be 889 South Shades Crest Road, Bessemer, Alabama, 35020, in Shelby County, Alabama; with the right, however, to establish its business and transact the same in different parts of the State of Alabama, or in any State or Territory of the United States, or in any foreign Country, as it may desire.

ARTICLE IV

CAPITAL

The amount of the total authorized capital stock is \$1,000.00 divided into 100 shares of the par value of \$10.00 each, and the corporation will begin business with \$1,000.00 of its authorized capital stock paid in full. Said stock shall be voting stock in accordance with the laws of the State of Alabama, and each share of stock shall have one vote in the affairs of said corporation.

ARTICLE V

OFFICER TO RECEIVE SUBSCRIPTIONS

Walter Carlos Anderton, whose post office address is 889 South Shades Crest Road, Bessemer, Alabama 35020, is the officer designated by the incorporators to receive subscriptions to the capital stock of said corporation.

ARTICLE VI

That Walter Carlos Anderton of 889 South Shades Crest Road, Bessemer, Alabama 35020, shall be the registered agent in the State of Alabama for said corporation.

ARTICLE VII

SUBSCRIBERS

The names and places of residences of each of the original subscribers to the capital stock and the number of shares subscribed for by each of them are as follows:

<u>NAME</u>	<u>RESIDENCE</u>	<u>NO. OF SHARES</u>
Walter Carlos Anderton	889 South Shades Crest Road Bessemer, Alabama 35020	98
Marian B. Anderton	889 South Shades Crest Road Bessemer, Alabama 35020	1
W. Scott Anderton	1856 Lake Ridge Road Birmingham, Alabama 35216	1

ARTICLE VIII

OFFICERS

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

<u>NAME</u>	<u>RESIDENCE</u>	<u>OFFICE</u>
Walter Carlos Anderton	889 South Shades Crest Road Bessemer, Alabama 35020	President and Secretary
Marian B. Anderton	889 South Shades Crest Road Bessemer, Alabama 35020	Treasurer
W. scott Anderton	1856 Lake Ridge Road Birmingham, Alabama 35216	Vice President

ARTICLE IX

DIRECTORS

There shall be three directors of said corporation consisting of the initial Board of Directors. Their names and addresses are as follows:

<u>NAME</u>	<u>RESIDENCE</u>
Walter Carlos Anderton	889 South Shades Crest Road Bessemer, Alabama 35020
Marian B. Anderton	889 South Shades Crest Road Bessemer, Alabama 35020
W. Scott Anderton	1856 Lake Ridge Road Birmingham, Alabama 35216

ARTICLE X

INCORPORATORS

The names and addresses of the original incorporators are as follows:

NAME

RESIDENCE

Walter Carlos Anderton 889 South Shades Crest Road
Bessemer, Alabama 35020

Marian B. Anderton 889 South Shades Crest Road
Bessemer, Alabama 35020

W. Scott Anderton 1856 Lake Ridge Road
Birmingham, Alabama 35216

ARTICLE XI

DURATION

The duration and existence of said corporation shall be perpetual.

ARTICLE XII

Attached hereto and marked "Exhibit A" is a statement under oath of Walter Carlos Anderton, a person designated by the incorporators to receive subscriptions to the capital stock of the corporation, showing the amount of the capital stock which has been paid in and the amount of the stock secured by contracts for stipulated labor or services or transfer of property, which statement includes a copy of the subscription list, showing by which of the subscribers payments have been received in cash and the amount paid by each, and by which of the subscribers contracts in writing have been executed for the performance of stipulated labor, or services, or for the transfer and conveyance of property, in which they are privileged to discharge their subscriptions.

IN WITNESS WHEREOF We have hereunto set our hands and seals, on this the 8th day of December, 1982

Walter Carlos Anderton
Walter Carlos Anderton
Marian B. Anderton
Marian B. Anderton
W. Scott Anderton
W. Scott Anderton

I, T.E. Doster, a Notary Public in and for said State and County, hereby certify that Walter Carlos Anderton, Marian B. Anderton & W. Scott Anderton whose names as incorporators are signed to the foregoing instrument, and who are known to me and acknowledged before me on this day that, being informed of the contents of this instrument that they, in their capacity as such incorporators, executed the same voluntarily on the day the same bears a date.

Given under my hand and seal this the 8th day of December, 1982.

Thomas E. Doster

NOTARY PUBLIC

Commission Expires

8-27-86

ALABAMA

EXHIBIT "A"

STATE OF ALABAMA)

SHELBY COUNTY)

Before me, the undersigned, a Notary Public in and for said County in said State, personally appeared **Walter Carlos Anderton**, who being by me first duly sworn, deposes and says:

That he is the person designated and authorized by the incorporators to receive subscriptions to the capital stock of The Alabama Highmileage Carburetor Club, Inc.

That 100 shares of said capital stock has been subscribed for and that the following is a correct copy of the subscription list showing how said stock has been subscribed for:

"We, the undersigned, hereby subscribed for the number of shares of the capital stock of Alabama Highmileage Carburetor, Inc. opposite our respective names and agree to pay for the same in the manner stated.

Walter Carlos Anderton

98 shares

Marian B. Anderton

1 share

W. Scott Anderton

1 share

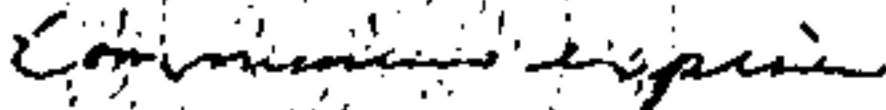
The parties subscribing for the 100 shares hereinabove set out, namely, Walter Carlos Anderton, Marian B. Anderton and Scott Anderton, have paid in full the amount of their subscriptions, either by cash, personal property, real property, or by their labor, advice or services in and for said corporation.


Walter Carlos Anderton

Sworn to and subscribed before me,
this 8th day of December, 1982.



NOTARY PUBLIC


Commission Expires
9-27-86



STATE OF ALABAMA

I, Don Siegelman, 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 10-2A-26, Code of Alabama 1975, the corporate name

Alabama Highmileage Carburetor Club, Inc.

is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of Alabama Highmileage Carburetor Club, Inc. for a period of one hundred twenty days from this date. In the case of a domestic corporation, the name of the county in which the corporation was or is proposed to be incorporated is Shelby. I further certify that as set out in the application for reservation of corporate name, the Secretary of State's office does not assume any responsibility for the availability of the corporate name requested nor for any duplication which might occur.

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 3, 1982 - expires 4-8-83

Date

Don Siegelman

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

ALABAMA HIGHMILEAGE CARBURETOR CLUB, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of ALABAMA HIGHMILEAGE CARBURETOR CLUB, INC. duly signed pursuant to the provisions of Section 64 of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of ALABAMA HIGHMILEAGE CARBURETOR CLUB, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 13th day of DECEMBER, 19 82.

Thomas A. Smalley, Jr.

Judge of Probate



1982 DEC 13 PM 2:09

Rec. 25.00
Jud. 1.00
26.00