

ARTICLES OF INCORPORATION

OF

COTTON EYE JOES, INC.

The undersigned, acting as incorporators of a corporation under the Code of Alabama, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Cotton Eye Joes, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are: To operate a lounge, and to undertake all activities connected therewith as well as any and every other activity authorized a corporation by the Code of Alabama.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is Nine Hundred Ninety-Nine (999) shares of one class of stock only, at no par value.

FIFTH: The address of the initial registered office of the corporation is Route One, Box 248, Columbiana, Alabama 35051, and the name of its initial registered agent at such address is Kenneth W. Bunn.

Daniel Spittler

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Steven R. Bunn	P. O. Box 634 Pelham, Alabama 35124
Lynn Braddock	921 Independence Drive Alabaster, Alabama 35007
Kenneth W. Bunn	Route One, Box 248 Columbiana, Alabama 35051

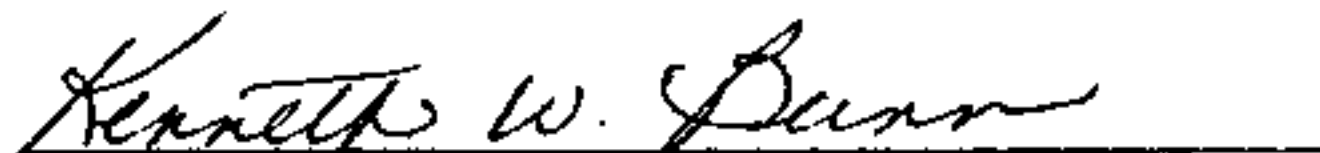
SEVENTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Steven R. Bunn	P. O. Box 634 Pelham, Alabama 35124
Lynn Braddock	921 Independence Drive Alabaster, Alabama 35007
Kenneth W. Bunn	Route One, Box 248 Columbiana, Alabama 35051

Dated: February 5, 1983.


STEVEN R. BUNN


LYNN BRADDOCK


KENNETH W. BUNN



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

Cotton Eye Joes, Inc.

is reserved as available based only upon an examination of the corporation records

on file in this office for the exclusive use of Cotton Eye Joes, 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.

January 27, 1983 - expires 5-28-83

Date

Don Siegelman

Secretary of State

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State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

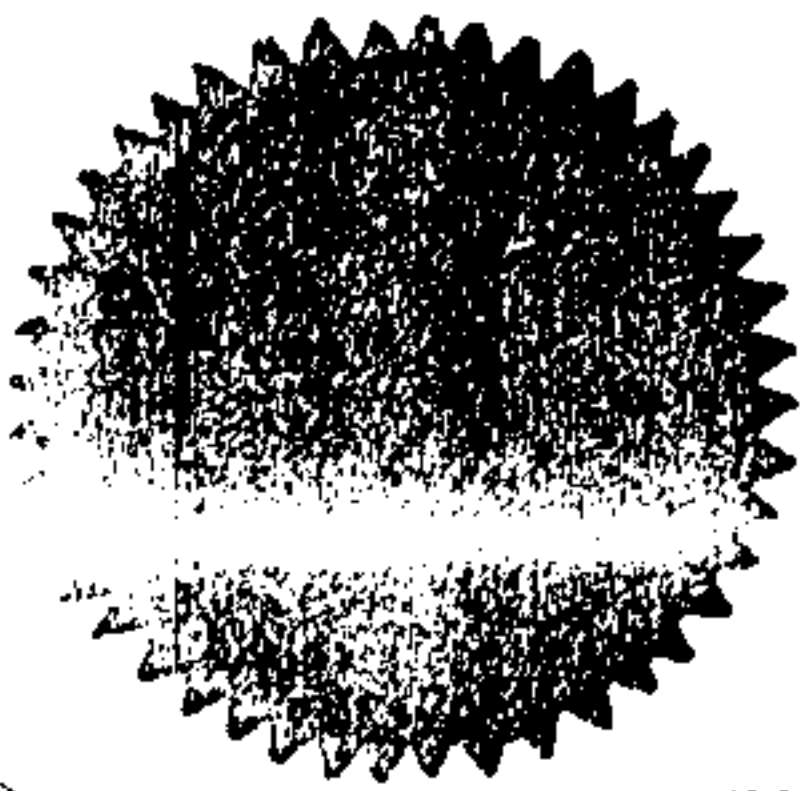
COTTON EYE JOE, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of COTTON EYE JOE, INC., duly signed and verified pursuant to the provisions of Section 10-2A-26 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 COTTON EYE JOE, INC., and attaches hereto a duplicate original of the Articles of INCORPORATION.

GIVEN Under My Hand and Official Seal on this the 7th day of

FEBRUARY, 1983



NOTED - FILED
SHELBY THIS
IN COURT WAS FILED

1983 FEB -7 AM 11:13

Thomas A. Snowden, Jr.

Thomas A. Snowden, Jr.
Judge of Probate

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