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ARTICLES OF INCORPORATION

OF

DISTINGUISHED HIGH SCHOOL SENIORS, INC.

The undersigned incorporators, desiring to form a corporation (hereinafter referred to as "the corporation"), pursuant to the applicable provisions of the Code of Alabama, and any subsequent amendments thereto, execute the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation is Distinguished High School Seniors, Inc., Corporation.

ARTICLE TWO

PURPOSES

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The purpose or purposes for which the corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the terms of the Alabama Business Corporations Act, and any subsequent amendments thereto.

ARTICLE THREE

TERM OF EXISTENCE

The period during which the corporations shall continue is perpetual.

ARTICLE FOUR

PRINCIPLE OFFICE AND REGISTERED AGENT

The post office address of the initial principle office of the corporation is Route 2, Box 712, Calera, Alabama, 35040;

Lamar Anderson

the name and post office address of its initial registered agent in charge of such office is: Stephen Fancher, Route 2, Box 712, Calera, Alabama, 35040

ARTICLE FIVE

CAPITAL STOCK

The aggregate number of shares which the corporation shall have the authority to issue is one thousand (1,000) shares of voting common stock of par value at One Dollar (\$1.00) per share.

ARTICLE SIX

RESTRICTION ON STOCK TRANSFER

Before any shares of stock of the corporation are sold or otherwise transferred, such stock must first be offered to the corporation or its individual stockholders at fair market value. The corporation and/or its stockholders shall have thirty (30) days to exercise said option to buy said stock, after which the corporation and/or its stockholders forfeit its right of first purchase.

ARTICLE SEVEN

BOARD OF DIRECTORS

There are three (3) directors constituting the initial board of directors. The names and addresses of the initial board of directors of the corporation, who will hold such office until the first annual meeting of the shareholders, or until their successors are elected and qualify, are as follows:

- (1) Lamar Anderson
280 Brenda Drive
Montevallo, Alabama 35115
- (2) Stephen Fancher
Route 2, Box 712
Calera, Alabama 35040
- (3) Phillip Walker
Route 2, Box 758
Calera, Alabama 35040

ARTICLE EIGHT

INCORPORATORS

There are three (3) incorporators of the corporation.
Their names and addresses are as follows:

- (1) Lamar Anderson
280 Brenda Drive
Montevallo, Alabama 35115
- (2) Stephen Fancher
Route 2, Box 712
Calera, Alabama 35040
- (3) Phillip Walker
Route 2, Box 758
Calera, Alabama 35040

IN WITNESS WHEREOF, we have hereunto set our hands and
seals this the 11th day of February, 1983.

WITNESSES:

Mickey L. Johnson
Maisha A. Shakam

Lamar Anderson
LAMAR ANDERSON

Mickey L. Johnson
Maisha A. Shakam

Stephen Fancher
STEPHEN FANCHER

Mickey L. Johnson
Maisha A. Shakam

Phillip Walker
PHILLIP WALKER



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 _____

Distinguished High Schools Seniors, Inc.

is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of Distinguished High Schools Seniors, 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 12, 1983 - expires 5-13-83

Date

Don Siegelman

Secretary of State

State of Alabama

SHELBY County

CERTIFICATE OF INCORPORATION OF

DISTINGUISHED HIGH SCHOOLS SENIORS, 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 DISTINGUISHED HIGH SCHOOLS SENIORS, 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 DISTINGUISHED HIGH SCHOOLS SENIORS, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 11th day of FEBRUARY, 1983.



NOTARY PUBLIC
1983 FEB 11 AM 11:34

Thomas A. Jenkins
Judge of Probate

Thomas A. Jenkins

Rec 25.00
Jud 1.00
26.00

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