

STATE OF ALABAMA

SHELBY COUNTY

ARTICLES OF INCORPORATIONOFSHOWCASE MOBILE HOMES OF ALABAMA, INC.

KNOW ALL MEN BY THESE PRESENTS, that for the purpose of forming a corporation under and pursuant to the provisions of Chapter 2A, Title 10, Code of Alabama of 1975, as last amended, the undersigned, acting as incorporator of a corporation under the laws of the State of Alabama, and being the only subscriber to the capital stock hereinafter set out, does agree to and adopt the following Articles of Incorporation for such corporation, the same to constitute and become a charter for carrying on the business hereinafter specified upon proper filing hereof pursuant to law.

FIRST: The name of the corporation is: SHOWCASE MOBILE HOMES OF ALABAMA, INC.

SECOND: The period of duration of the corporation shall be perpetual.

THIRD: The object or objects and purpose or purposes for which the corporation is formed are as follows:

(A) To engage in and to own, operate and run, conduct and manage a business engaged in purchasing, acquiring, owning, selling, leasing, renting, assigning, transferring, repairing and dealing in and with mobile homes, semi-mobile homes, trailers, automobiles, trucks, modular houses, and generally all types of mobile homes, mobile home furniture, appliances, equipment, household items, awnings, patio furniture and all other parts, assessories, equipment, appliances and furniture, used in connection therewith; and further to engage in the purchasing, acquiring, owning, selling and generally dealing in all types of supplies used by all types of mobile homes; to

*Showcase Mobile Homes*

purchase, improve, renovate, recondition, repair, develop, lease, rent, exchange, sell, dispose of and otherwise deal in the mobile home business; to build, construct, erect, occupy and manage mobile homes of every kind and character and to generally engage in the business of purchasing, acquiring, owning, leasing, selling, transferring, encumbering, repairing, renovating and servicing all types of mobile homes; to engage in the purchasing, acquiring, owning, selling, assigning, transferring and dealing in all types of negotiable and non-negotiable commercial paper, promissory notes, conditional sales contracts and all types of contracts, chattel mortgages and generally in all forms of agreements and securities relating to the sale of real or personal property on credit and loans made which are secured by real or personal property.

(B) To do such other things as are incidental, proper or necessary to the operation of the business as well as all those general powers expressly conferred on business corporations by the laws of the State of Alabama and to do all other acts as are necessary or convenient to attain the objects of the Corporation insofar as such acts are not prohibited by law. It is expressly provided that the foregoing enumerations of specific powers shall not be held to limit or restrict in any manner the powers of the Corporation.

(C) In addition to the objects and purposes as aforesaid, the Corporation shall have the power to conduct and carry on any business or activity not prohibited by law or required by law to be specifically stated in these Articles. The fact that certain powers and purposes are specifically enumerated herein shall, at no time, be construed to limit the objects and purposes of the Corporation.

FOURTH: The aggregate number of shares which the Corporation shall have authority to issue shall be Fifty Thousand (50,000) shares of common voting stock

of a par value of One and no/100 Dollars (\$1.00) per share, being a total authorized capital stock of Fifty Thousand and no/100 Dollars (\$50,000).

FIFTH: Provisions for the regulation of the internal affairs of the Corporation are:

(A) As provided by law, the consideration received for the issuance of the shares of the Corporation shall constitute stated capital to the extent of the par value of such shares, and the excess, if any, of such consideration shall constitute capital surplus. The stated capital of the Corporation may be increased from time to time by resolution of the board of directors directing that all or a part of the surplus of the Corporation be transferred to stated capital.

(B) The Corporation shall make, alter, amend, or repeal by-laws for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation. The initial by-laws shall be adopted by the sole shareholder. Thereafter, the by-laws may be altered, amended, or repealed, or new by-laws adopted, by the affirmative vote of the holders of at least two-thirds of the voting common stock of the Corporation at a meeting of the stockholders called for that purpose at which at least a majority of the outstanding voting shares of the Corporation are represented in person or by proxy.

(C) Any action required or permitted to be taken at a meeting of the shareholders or at a meeting of the directors of the Corporation, or any action which may be taken at a meeting of the shareholders or at a meeting of the directors or of a committee thereof, may be taken without such a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the shareholders entitled to vote with respect to the subject matter thereof (in the case of action required or permitted to be taken by shareholders) or by all of the directors or all of the

directors or all of the members of the committee (in the case of an action required or permitted to be taken by the board of directors or a committee), as the case may be. Such consent shall have the same effect as a unanimous vote.

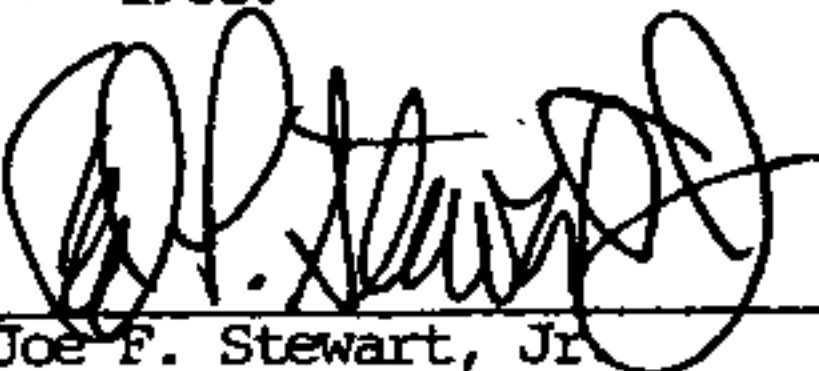
(D) Directors shall be natural persons but need not be residents of the state of Alabama or shareholders of the Corporation.

SIXTH: The location and mailing address of the initial registered office of the Corporation is 2797 Highway 31 South, Pelham, Alabama 35125, and the name of the initial registered agent at such address is Joe F. Stewart, Jr..

SEVENTH: The number of directors constituting the initial board of directors of the Corporation is one, and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successors are elected and have qualified is: Joe F. Stewart, Jr., #1 Country Estates, P.O. Box 144, Maylene, Alabama 35114.

EIGHTH: The name and address of the incorporator is Joe F. Stewart, Jr., #1 Country Estates, P.O. Box 144, Maylene, Alabama 35114.

IN WITNESS WHEREOF, I, the said incorporator, shall hereunto set my hand and seal of this the 14 day of April 1983.

  
Joe F. Stewart, Jr.



# 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 \_\_\_\_\_

Showcase Mobile Homes Of Alabama, Inc.

is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of Showcase Mobile Homes Of Alabama, 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 Tuscaloosa. 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.

March 30, 1983

expires 7-29-83

Date

Don Siegelman

Secretary of State

STATE OF ALABAMA

SHELBY COUNTY

In the Office of the  
Judge of Probate of  
Shelby County, Alabama

CERTIFICATE OF INCORPORATION

OF

SHOWCASE MOBILE HOMES OF ALABAMA, INC.

I, Thomas A. Snowden, Jr., Judge of Probate of Shelby County, Alabama, do hereby certify that duplicate originals of the Articles of Incorporation for the incorporation SHOWCASE MOBILE HOMES OF ALABAMA, INC., duly signed pursuant to the provisions of the Code of Alabama, have been received in this office, and with respect thereto, I find that said Articles of Incorporation conform to law and that the name of the corporation is now reserved with the Secretary of State of Alabama under reservation dated March 30, 1983.

Accordingly, as Judge of Probate of Shelby County, Alabama, and by virtue of the authority vested in me by law, I hereby issue this Certificate of Incorporation of Showcase Mobile Homes of Alabama, Inc., and do attach hereto a duplicate original of the Articles of Incorporation as filed in this office.

Given under my hand and official seal on this the 22 day of

April, 1983.

STATE OF ALA. SHELBY CO.  
I CERTIFY THIS  
INSTRUMENT WAS FILED

1983 APR 22 AM-8 56

Thomas A. Snowden, Jr.  
JUDGE OF PROBATE

*Thomas A. Snowden, Jr.*

Thomas A. Snowden, Jr. Judge of  
Probate of Shelby County, Alabama

Pec 25.00  
Jud 1.00  
26.00