

This instrument prepared by: Barry F. Cave, Vincent, Alabama

201

ARTICLES OF INCORPORATION

of

✓ RHIME INTERNATIONAL INCORPORATED

The undersigned for the purpose of forming a corporation under the laws of the State of Alabama, hereby adopt the following certificate of incorporation.

ARTICLE ONE

The name of the corporation shall be:

RHIME INTERNATIONAL INCORPORATED

ARTICLE TWO

Duration

The term of existence of the corporation shall be perpetual.

ARTICLE THREE

The purposes for which the corporation is organized are:

-A-

To engage in the business of buying and selling products, ideas, development of design, engineering, research, services, contracting and sub-contracting, promotion, marketing and distribution of all things incident and necessary thereto.

-B-

To carry on all and any other businesses in connection with the foregoing be it buying and selling or otherwise without limitation by enumeration herein.

-C-

To own, manage, conduct and operate a store or stores for the sale both wholesale and retail of all sorts and kinds of goods, wares, services and merchandise.

-D-

To buy, sell, exchange, rent, manage and deal in real estate of all sorts, kinds and description, either for it's own account or as agent, factor or broker for any other individual, firm or corporation.

-E-

To purchase or otherwise acquire and to hold, own, sell, convey, exchange, hire, lease, pledge, encumber, and otherwise deal in and dispose of all kinds of personal property, chattles, real property, choses in actions, notes, bonds, mortgages and other securities.

-F-

To act as agent, assignee, broker, factor, or representative of any individual, firm or corporation for the purchase, management or sale of any and all kinds of goods, wares, and merchandise.

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-G-

To take, lease or purchase or otherwise acquire and to own, use, hold, convey, exchange, lease, encumber, improve, or otherwise handle, deal in and dispose of real property to any right of interest therein necessary for or incidental to the conduct of the general business of this corporation.

-H-

To conduct and carry on any other business of manufacture which may be capable of being profitably conducted in connection with the business of the corporation or to conduct and carry on any business that is adapted directly or indirectly to add to the value of the property of the corporation or the profits to be derived from its authorized business.

-I-

To engage in any other lawful activity including but not limited to constructing manufacturing, raising or otherwise producing and repairing, servicing, restoring, storing or otherwise caring for any kind of structure, commodity, or livestock whatsoever; processing, selling, brokering, factoring, distributing, lending, borrowing or investing in any kind of property whether it be real or personal, tangible or intangible; extracting and processing natural resources; transporting freight or passengers by land, sea or air; collecting and disseminating information or advertisement through any medium whatsoever; performing personal services of any nature and entering into of servicing any type of equipment or serving any type of management, investigative, suretyship, fiduciary or representative capacity or relationship or any persons or corporation whatsoever and:

-J-

In order to properly pursue the objects and purposes set forth above; this corporation shall have full powers and authority to purchase, lease or otherwise set up, acquire, hold, mortgage, convey and otherwise dispose of all kinds of property both real and personal, both in the state and in other states nationally and internationally; to purchase the business, good will and all other property of any other individual, firm or corporation as a going concern and to assume all its debts, contracts, and obligations provided such business is authorized by the powers contained herein; to construct, equip, and maintain buildings, works, mills, plants, and factories; to install, maintain, and operate all kinds of machinery and appliances and generally to perform all acts and to do all things which may be necessary or expedient for the proper and successful prosecution of the objects and purposes for which this corporation is organized.

ARTICLE FOUR

Principal office

The principal office of the corporation in this state is:

✓Route One, Box 320
Vincent, Alabama
35178

ARTICLE FIVE

Capital stock

The total number of shares which the corporation has authority to issue is one thousand (1,000) all of which shall be common shares with a par value of one dollar (\$1.00) per share.

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ARTICLE SIX

Capital

The amount of capital with which the corporation will begin business is one thousand dollars, (\$1,000.00).

ARTICLE SEVEN

Incorporators

The names and addresses of the incorporators and the number of shares subscribed for each are:

Barry Cave **500 Shares.**
Route One, Box 320
Vincent, Alabama.
35178

French Whitten **500 shares.**
Route One, Box 320
Vincent, Alabama.
35178

ARTICLE EIGHT

Officers

The names and addresses of the officers chosen for the first year are:

PRESIDENT
Barry Cave
Route One, Box 320.
Vincent, Alabama
35178.

SECRETARY-TREASURER
French Whitten
Route One, Box 320
Vincent, Alabama.
35178.

ARTICLE NINE

Directors

The names and addresses of the initial members of the board of directors chosen for the first year and until their respective successors are elected and qualified are:

Barry Cave
Route One, Box 320.
Vincent, Alabama.
35178

French Whitten
Route One, Box 320.
Vincent, Alabama.
35178

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ARTICLE TEN

Action by directors without a meeting.

Any action required or permitted to be taken at any meeting of the board of directors or any committee thereof may be taken without meeting if a written consent thereto is signed by all members of the board or the committee if applicable and if such written consent is filed with the minutes of the proceedings of the board of directors.


ARTICLE ELEVEN

Registered agent and sub-scription agent:

French Whitten
Route One, Box 320
Vincent, Alabama.
35178

is authorized to receive subscriptions to the capital stock.

We the undersigned, being each of the incorporators, have subscribed our name this 31st day of March, 1984.


Barry Cave, Incorporator.


French Whitten, Incorporator.

I, the undersigned **Notary Public** in and for said County and in the State of Alabama hereby certify that Barry Cave and French Whitten whose names are signed to the foregoing "Certificate of Incorporation" of **Rhime International Incorporated** and who are known to me to be the parties of the same, acknowledge before me this day that being informed of the contents of said "Certificate of Incorporation", they executed the same voluntarily on the day the same bears date and said "certificate" is the act and deed of the respective signers and the facts stated therein are true.

Given under my hand and seal of my office on this 3rd day of April, 1984.


NOTARY PUBLIC

My commission expires

My Commission Expires June 30, 1984

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CAPITAL STOCK PAID IN

That, as indicated by the subscription list, a copy of which is attached hereto and made a part hereof, the amount of capital stock which has been paid in is one thousand dollars (\$1,000.00) which amount is more than 20% of the stock subscribed for.


French Whitten

Subscribed and swore to before me this 3 day of April, 1984.

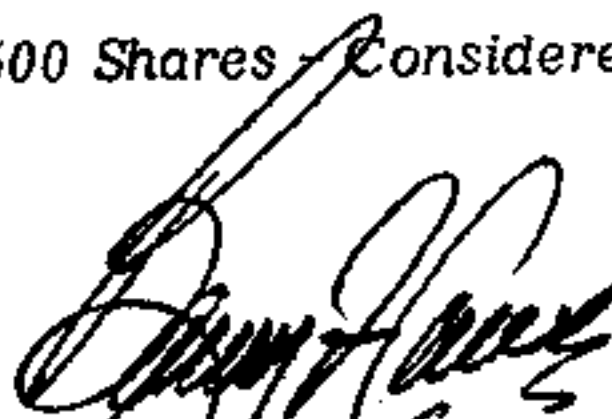

NOTARY PUBLIC
My Commission Expires June 30, 1984

SUBSCRIPTION LIST

We, the undersigned, do hereby subscribe for the number of shares payable in the manner as set opposite our names of the capital stock of Rhime International Incorporated, a corporation to be organized under the laws of the State of Alabama

Barry Cave - 500 Shares - Considered to be \$500.00

French Whitten - 500 Shares - Considered to be \$500.00


Barry Cave


French Whitten

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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 _____

Rhime International, Incorporated

is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of Rhime International, Incorporated 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.

March 27, 1984 - expires 7-26-84

Date

A handwritten signature of Don Siegelman in dark ink.

Don Siegelman

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

RHIME INTERNATIONAL, INCORPORATED

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 RHIME INTERNATIONAL, INCORPORATED, 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 RHIME INTERNATIONAL, INCORPORATED, and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 3rd day of APRIL, 1984.

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

1984 APR -3 PM 3:47

Thomas A. Brundage, Jr.
JUDGE OF PROBATE

Thomas A. Brundage, Jr.
Judge of Probate

Dec 25.00
Jud 1.00
26.00

