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STATE OF ALABAMA

COUNTY OF SHELBY

CERTIFICATE OF INCORPORATION

OF

BEAR SWAMP INVESTMENTS, INC.

TO THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

UNDER AND BY VIRTUE OF the Alabama Business Corporation Act, the undersigned, W. C. Stegall, do hereby make and file this Certificate pursuant to the provisions of said laws, to come thereunder a body corporate for the purpose of carrying on the business hereinafter named and hereby certify and declare, as follows:

FIRST: The name of the corporation shall be:

BEAR SWAMP INVESTMENTS, INC.

SECOND: The address of the initial registered office of corporation is 3 Prestwick Trace, Shoal Creek, Alabama 35094, and the name of its initial registraton agent at such address is W. C. Stegall.

THIRD: The object and purposes for which this corporation is formed are:

a. To carry on and conduct a general contracting business, including the designing, constructing, enlarging, repairing, remodeling or otherwise engaging in any work upon buildings, roads, sidewalks, highways, bridges, or manufacturing plants, to engage in iron, steel, wood, brick, concrete, stone, cement, masonry and earth construction; to execute contracts or to receive assignments of contracts therefore, or relating thereto; also, to manufacture and furnish the building materials and supplies connected herewith.

b. To own and acquire any real or personal property and to do any and all things in connection with the purchasing, renting and construction of structures and all other acts for

*W. C. Stegall*

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the purpose of carrying on the business of this corporation.

c. To purchase, lease, hire or otherwise acquire real and personal property, improved and unimproved, of every kind and description, and to sell, dispose of, lease, convey, encumber and mortgage said property, or any part thereof. To acquire, hold, lease, manage, operate, develop, control, build, erect, maintain for the purposes of said company, construct, reconstruct or purchase, either directly or through ownership of stock in any corporation, any lands, buildings, office, stores, warehouses, mills, shops, factories, plants, gas houses, machinery rights, easements, privileges, franchise and licenses, and to sell, lease, hire or otherwise dispose of the lands, buildings or other property of the company, or any part thereof.

d. To engage in any commercial and industrial enterprise calculated or designed to be profitable to this corporation and in conformity with the laws of the State of Alabama; to generally engage in, do and perform any enterprise, act or vocation that a natural person might or could do or perform.

e. To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge, or otherwise dispose of or turn to account, or deal with all or any part of the property of the partnership, real and personal and from time to time to vary investment or employment of the capital of the company.

f. To purchase, own, trade, or sell any and all necessary merchandise, fixtures, appliances, stock, equipment, machines, vehicles, tools and other items necessary and incidental to the carrying out of the business of this corporation.

g. To own, buy, lease, mortgage, sell or otherwise acquire such real estate as may be necessary for carrying out the purposes of which this corporation is organized.

h. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes of attainment of any of the objects for the furtherance of any of the powers hereinabove set forth, either alone or in association with other corporations, firms or individuals, and to do every act or acts, thing or things, incident or pertinent to growing out of or connected with the aforesaid business or power or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.

FOURTH: The total amount of the authorized stock of said

Corporation Act, and all other laws applicable thereto, whether herein specifically set out or not, all of which are hereby referred to and made a part hereof as though set out fully herein.

TENTH: The stockholders shall have the right to increase or decrease the capital stock to such sums as they may desire, and as may be permitted by the laws of the State of Alabama.

ELEVENTH: The directors or stockholders may waive, in writing, any requirement under the By-Laws of the corporation, or the Laws of the State of Alabama (where the law permits such waivers) to hold a formal meeting with respect to any business to be transacted by the corporation by resolution executed or consented to in writing by all of the directors or stockholders without the formality of a meeting, such resolution when so executed or consented to shall be valid and binding on the corporation in the same manner as if a meeting had been called with respect to such action and notice issued, as provided by the By-Laws of the corporation or the laws of the State of Alabama. Meetings of the directors or stockholders may be held within or without the State of Alabama.

corporation is \$1,000.00 divided into 1,000.000 shares of common stock, the par value of \$1.00 per share. The amount of total authorized capital stock with which this corporation shall begin business shall be \$1,000.00, all of said shares of stock issued having been paid for in cash.

FIFTH: The names and places of residence of the incorporators are as follows:

W. C. Stegall                      3 Prestwick Trace  
   Shoal Creek, Alabama 35094

SIXTH: 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 directors and officers until the first annual meeting of stockholders or until their successor have been elected and shall qualify are:

W. C. Stegall                      3 Prestwick Trace  
   Shoal Creek, Alabama 35094

The officers of the corporation are:

W. C. Stegall                      President  
Ann W. Stegall                      Secretary

SEVENTH: Said corporation shall have perpetual existence.

EIGHTH: W. C. Stegall is the person to receive subscriptions to the capital stock of the corporation.

NINTH: The corporation shall have all the rights, powers, priveleges and immunities as set out in the Code of Alabama, 1975, and Alabama Business Corporation

IN WITNESS WHEREOF, the incorporators have hereunto signed and subscribed their names, and file this Certificate for record in the Office of the Probate Judge of Shelby County, Alabama, on the 7<sup>th</sup> day of November, 1984.

W.C. Stegall  
W.C. STEGALL

CICIO & NOLEN  
Attorneys at Law

Rodney E. Nolen  
2153 14th Avenue South  
Birmingham, Alabama 35205  
(205) 939-1327

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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 \_\_\_\_\_

Bear Swamp Investments, Inc.

33 is reserved as available based only upon an examination of the corporation records  
PAGE on file in this office for the exclusive use of Bear Swamp Investments, Inc.  
27 for a period of one hundred twenty days from this date. In the case of a domestic  
BOOK 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.

October 12, 1984 - expires 2-10-85

Date

Don Siegelman

Secretary of State

# State of Alabama

SHELBY

## County

### CERTIFICATE OF INCORPORATION OF

BEAR SWAMP INVESTMENTS, 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 BEAR SWAMP INVESTMENTS, 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 BEAR SWAMP INVESTMENTS, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 10th day of DECEMBER, 1984.



STATE OF ALA. SHELBY CO.  
I CERTIFY THIS  
INSTRUMENT TO BE  
1984 DEC 10 PM 3:21

1984 DEC 10 PM 3:21  
Thomas A. Snowden, Jr.  
JUDGE OF PROBATE

*Thomas A. Snowden, Jr.*

Judge of Probate

Rec 35.00  
Jud 1.00  
36.00