

ARTICLES OF INCORPORATION

OF

R.E.D., Inc.

The undersigned, acting as incorporator(s) of a corporation under the Code of Alabama, adopt(s) the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is R.E.D., Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

(a) To engage in the construction business as a general or subcontractor or otherwise and to construct for others or for said corporation residential and/or commercial structures or otherwise to contract for any other legitimate related or unrelated purpose.

(b) To purchase or otherwise acquire and to hold, own, mortgage, pledge, sell, transfer, or in any manner dispose of and to deal and tract in goods, wares, merchandise, and personal property of any and every class and description and wherever situated.

(c) To buy, sell, mortgage, rent, improve, exchange, and otherwise acquire, hold, dispose of and deal in real property, both improved and unimproved; to build, repair, and alter houses and other buildings thereon and to manage, develop, improve and subdivide, either into residential or business subdivisions, real property.

(d) To undertake and carry on any business, transaction, or operation commonly undertaken or carried on by manufacturers, processors, financiers, and contractors, and generally to enter into, carry on, assist, promote or participate in financial, commercial, mercantile, industrial and other business works, contracts, undertakings and operations.

(e) To raise money by the issuing of shares and otherwise, to borrow money for its corporate purposes and to make, accept, endorse, guarantee, execute, issue bonds, bills of exchange and other obligations and to mortgage, pledge and hypothecate any stocks, bonds or other evidences of indebtedness and any other property held by it, and to invest money so raised, borrowed or otherwise obtained in carrying out the objects of the corporation heretofore enumerated.

(f) To carry on any or all of its operations and business and to promote its objects within the State of Alabama or elsewhere, without restrictions as to place or amount and to do any or all of the things therein set forth to the same extent as natural persons might or could do and in any part of the world, as principals, agents, contractors, trustees, or otherwise, along or in company with others.

(g) And generally to do and perform the acts and enjoy the powers conferred by the general laws of the State of Alabama; and in addition to the objects stated aforesaid the corporation shall have the power to conduct and carry on any business or activity not prohibited by law, nor required by law to be specifically stated in these articles.

The objects and purposes specified in each subparagraph of Paragraph 3 shall, unless otherwise expressly provided, be in no wise limited by reference

to, or inference from, the terms of any other subparagraph of Paragraph 3, each of such subparagraphs being regarded as creating independent objects and purposes. All words and clauses appearing in this Paragraph 3 are used in their broadest sense and shall be so construed. Nothing herein contained, however, shall be construed as authorizing this corporation to carry on the business or banking or that of a trust company, or the business of insurance.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 100

consisting of one class of common stock with a par value of Ten and no/100 (\$10.00) Dollars per share.

FIFTH: Provisions for the regulation of internal affairs of the corporation are: _____

SIXTH: The address of the initial registered office of the corporation is Highway 36, Chelsea, Alabama 35043

and the name of its initial registered agent at such address is Wanda S. Davis

SEVENTH: The number of directors constituting the initial board of directors of the corporation is two, and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
<u>Rodney Ervin Davis</u>	<u>P. O. Box 171, Chelsea, Al. 35043</u>
<u>Wanda S. Davis</u>	<u>P. O. Box 171, Chelsea, Al. 35043</u>

EIGHTH: The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Rodney Ervin Davis</u>	<u>P. O. Box 171, Chelsea, Al. 35043</u>
<u>Wanda S. Davis</u>	<u>P. O. Box 171, Chelsea, Al. 35043</u>

Dated February 19, 19 85.

Rodney Ervin Davis
Incorporator, Rodney Ervin Davis

Wanda S. Davis
Incorporator, Wanda S. Davis

Incorporator



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 _____

R.E.D., Inc.

is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of R.E.D., 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 23, 1985 - expires 5-24-85

Date

Don Siegelman

Don Siegelman

Secretary of State



OFFICE OF THE JUDGE OF PROBATE SHELBY COUNTY, ALABAMA

CERTIFICATE OF INCORPORATION

OF

R.E.D., Inc.

The undersigned, as Judge of Probate, Shelby County, Alabama, hereby certifies that Articles of Incorporation for the incorporation of R.E.D., Inc.

duly signed pursuant to the provisions of the Code of Alabama, have been received in this office and are found to conform to law and that the name of the corporation is now reserved with the Secretary of State of Alabama under reservation No. _____.

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 R.E.D., Inc.

and attaches hereto a certified copy of the Articles of Incorporation.

Dated February, 19th, 1985.

Thomas A. Brunden, Jr.

Judge of Probate



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

1985 FEB 19 PM 3:39

Thomas A. Brunden, Jr.
JUDGE OF PROBATE

Rec	35.00
Jud	1.00
	<u>36.00</u>

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