

THIS INSTRUMENT WAS PREPARED BY:

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2100 11th Avenue North  
Birmingham, Alabama 35234

1023

ARTICLES OF INCORPORATION  
OF  
CAHABA LEASING CO., INC.  
A CLOSE CORPORATION

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The Undersigned, acting as incorporator of a corporation under the Alabama Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is CAHABA LEASING CO., INC.

SECOND: The period of its duration is unlimited and perpetual.

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

(a) To engage in the business of renting, loaning, and leasing automobiles, trucks, tractors, trailers, and without limitations, all types of motor vehicles, and in connection therewith to purchase and sell motor vehicles and equipment, vehicle parts, articles and accessories, and to perform repairs and services in connection with the leasing, loaning or rental of

such vehicles, and to acquire, hold and own all licenses, permits and franchises necessary or useful in connection with the business.

(b) To purchase, own, operate, and conduct storage and parking facilities for automobiles and motor vehicles, and to purchase, own, and sell land, buildings, material, equipment, machinery, appliances, and personal property used or to be used in the operation of storage and parking facilities for automobiles and motor vehicles; to manufacture, purchase, construct, assemble, own, sell, exchange, lease, and operate material, equipment, appliances, machinery, land, and personal property of every kind and nature whatsoever, used or to be used in the storage, parking, or keeping of automobiles and motor vehicles.

(c) To purchase, to receive by way of gift, subscribe for, invest in, and in all other ways acquire, import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways, deal in and with property of every kind and character, real, personal or mixed, tangible or intangible, wherever situated and however held, including, but

not limited to, money, credits, choses in action, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereto, including, but not limited to, mineral, oil, gas and water rights, all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof.

(d) To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others.

(e) To promote or aid in any manner, financially or otherwise, any person, firm, association or corporation, and to guarantee contracts and other obligations.

(f) To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform and carry out, contracts and arrangements of every kind and character with any person, firm, association or corporation, or any government or authority or subdivision or agency thereof.

(g) To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this corporation, and to do all things, and to have and to exercise all powers conferred by the laws of the State of Alabama on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations or corporations, and in any part of the world.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in nowise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall

be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 100 shares of common stock, which shall all be of the same class and of the par value of Ten (\$10.00) Dollars per share.

FIFTH: The address of the initial registered office of the corporation is 5350 Highway 280 South, City of Birmingham, County of Shelby, State of Alabama, 35243, and the name of its initial registered agent at such address is JOHNNY W. DAVIS.

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 director until the first annual meeting of shareholders or until his successor is elected and shall qualify is:

<u>NAME</u>	<u>ADDRESS</u>
JOHNNY W. DAVIS	3206 Glasgow Lane Birmingham, Alabama 35243

SEVENTH: The name and address of each incorporator is:

NAME

ADDRESS

JOHNNY W. DAVIS

3206 Glasgow Lane  
Birmingham, Alabama 35243

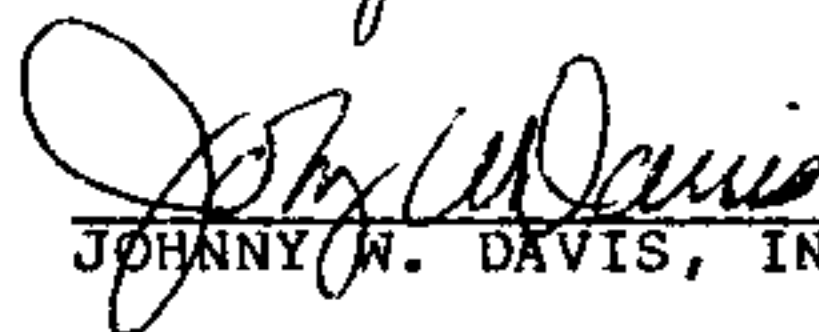
EIGHTH: The corporation is a close corporation authorized by §10-2A-300 thru 10-2A-313, Code of Alabama (1975), as amended.

NINTH: For purposes of determining the number of holders of record of the stock of the corporation, stock which is held in joint tenancy or common tenancy or by the entireties shall be treated as held by one shareholder.

TENTH: All of the corporations's issued shares of all classes, exclusive of treasury shares, shall be held by not more than two (2) persons.

The formation of the corporation as a close corporation has been authorized by the affirmative vote of all holders of and subscribers to shares of the corporation.

DATED: February 7, 1985.



JOHNNY W. 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 \_\_\_\_\_

Cahaba Leasing Co., Inc.

is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of Cahaba Leasing Co., 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.

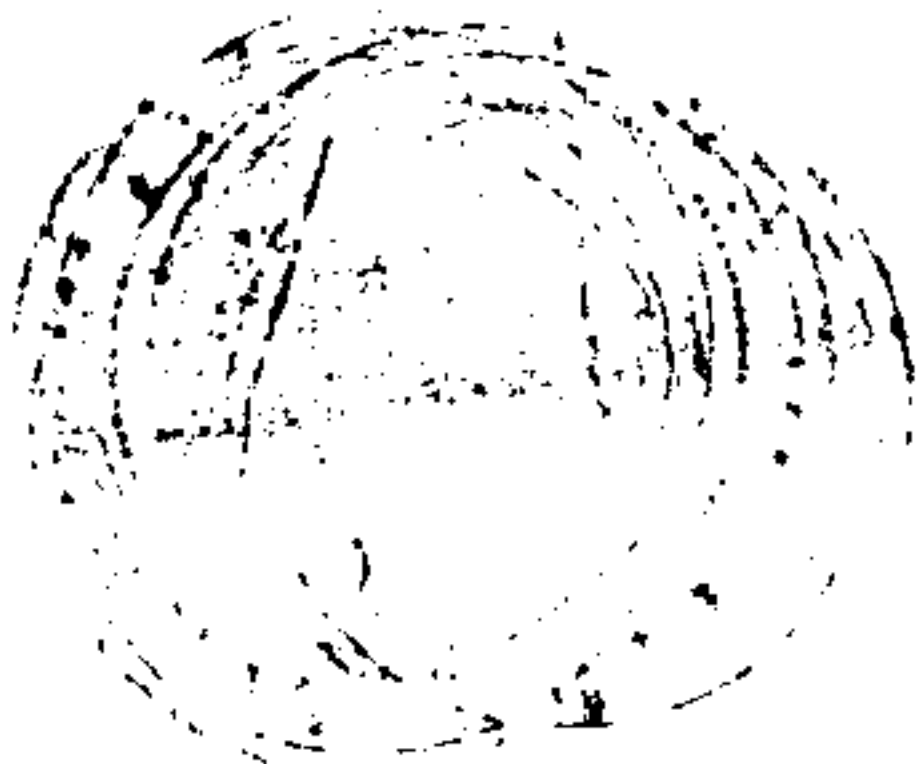
In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

January 16, 1985 - expires 5-17-85

Date

Don Siegelman

Secretary of State



# State of Alabama

SHELBY

## County

### CERTIFICATE OF INCORPORATION

OF

CAHABA LEASING CO., 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 CAHABA LEASING CO., 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 CAHABA LEASING CO., INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 18th day of APRIL, 1985.

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

1985 APR 18 AM 10:59

*Thomas A. Brundage, Jr.*

Judge of Probate

*Thomas A. Brundage, Jr.*  
JUDGE OF PROBATE

Rec 35.00  
Jud 1.00  
36.00

