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ARTICLES OF INCORPORATION  
OF  
HENRY MOTOR CO., INC.

The undersigned, for the purpose of forming a corporation under the Alabama Business Corporation Act, hereby adopt the following Articles of Incorporation;

ARTICLE ONE

NAME

The name of the corporation is HENRY MOTOR CO.,  
INC.

ARTICLE TWO

DURATION

The term of existence of the corporation is  
perpetual.

ARTICLE THREE

PURPOSE

The purposes for which the corporation is organized are the sales and marketing of automobiles and to engage in any lawful business or activities related to the stated purposes; and to engage in any lawful act or activity for which corporations may be organized under the Alabama Business Corporation Act.

*Michael Joiner*

#### ARTICLE FOUR

##### REGISTERED OFFICE

4.01. The street address of the initial registered office of the corporation is 1103 1st Street No., Alabaster, Alabama 35007.

4.02. The initial registered agent at that address is William Ray Henry.

#### ARTICLE FIVE

##### CAPITAL STOCK

The total number of shares that the corporation has authority to issue is One Hundred (100) shares, all of which shall be common shares with a par value of One Dollar (\$1.00).

#### ARTICLE SIX

##### DIRECTORS

The number of directors constituting the initial Board of Directors shall be the same number as the number of persons listed in this Article Six. The names and addresses of the persons constituting the initial Board of Directors and who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify, are as follows:

William Ray Henry

1103 1st Street No.  
Alabaster, AL 35007

ARTICLE SEVEN

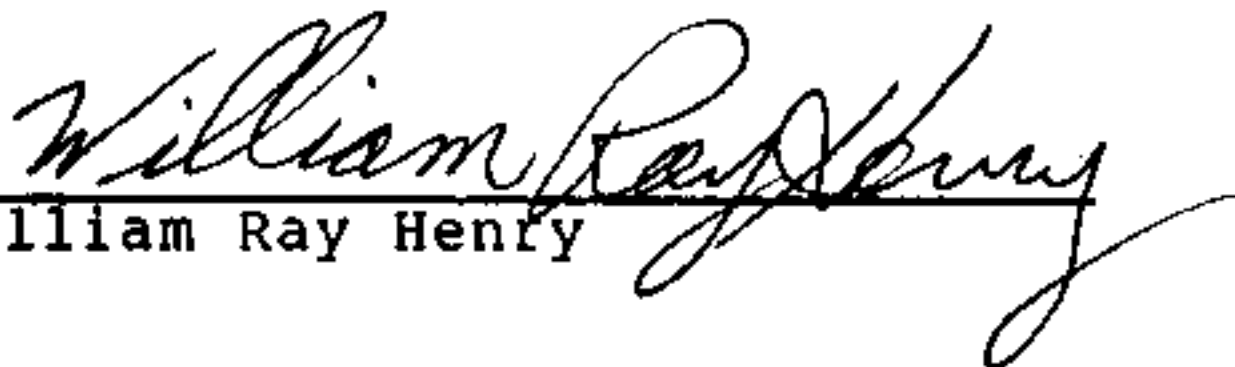
INCORPORATORS

The names and addresses of the incorporators are:

William Ray Henry

1103 1st Street No.  
Alabaster, AL 35007

I the undersigned, have subscribed my name this  
the 31<sup>st</sup> day of ~~January~~ December, 1985.

  
William Ray Henry

THE FEE FOR ISSUING THIS CERTIFICATE ( \$5.00 MADE PAYABLE TO THE SECRETARY OF STATE) SHOULD BE COLLECTED BY THE JUDGE OF PROBATE WHEN YOU FORM YOUR CORPORATION, AND FORWARDED TO THE SECRETARY OF STATE.  
NOTE: IF YOU DECIDE NOT TO USE THIS NAME FOR A CORPORATION, PLEASE RETURN CERTIFICATE WITH A FEE OF \$5.00 TO THE SECRETARY OF STATE, 524 STATE OFFICE BUILDING, MONTGOMERY, ALABAMA 36130.



# 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 \_\_\_\_\_  
Henry Motor 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 Henry Motor 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.

December 6, 1985- expires 4-6-86

Date Don Siegelman

Don Siegelman

Secretary of State

# State of Alabama

SHELBY

## County

### CERTIFICATE OF INCORPORATION

OF

HENRY MOTOR 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 HENRY MOTOR 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 HENRY MOTOR CO., INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 2nd. day of JANUARY 1986.

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

1986 JAN -2 PM 4: 06

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

*Thomas A. Menden, Jr.*

Judge of Probate