

STATE OF ALABAMA  
COUNTY OF SHELBY

2077  
CERTIFICATE OF INCORPORATION  
OF  
BRANSON AND ASSOCIATES, INC.

TO THE HONORABLE JUDGE OF PROBATE OF SHELBY COUNTY

The undersigned Alan Scott Branson, being a citizen of the United States, over the age of twenty-one years, and desiring to form a corporation under the provisions of Title 10-2A-1, Code of Alabama of 1980, as amended, do make and file this, the certificate of incorporation, and do set forth:

FIRST: Name of Coporation: The name of the corporation shall be Branson and Associates, Inc.

SECOND: The period of duration: To be perpetual.

THIRD: Object: The objects and purposes for which the corporation is formed are:

To operate a general business, to hold, own, lease, manage, operate, handle, supervise or deal generally in the business of retail and wholesale marketing, distribution, sales and service of goods and services, and all and such other merchandise as may from time to time be deemed necessary by the board of directors and all incidents connected therewith or in any way related thereto, to hold, own, and operate under such municipal, state of governmental licenses as may be necessary for the proper conduct of any of the business in which the corporation may engage.

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

To borrow money, and to make and issue notes, bonds, debentures, obligations, and evidence of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount, and to secure the same by mortgage, pledge or otherwise, and generally to make and perform agreements and contracts of every kind and description.

To the same extent as natural persons might or could do to purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage, or otherwise dispose of, and deal in lands and leaseholds, and any interest, estate, and rights in real property, and any personal or mixes property, and any franchises, rights, license, or privileges necessary, convenient, or appropriate for any of the purposes herein expressed.

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 company, and from time to time to vary any investment or employment of capital of the company.

To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, encumber, lease, hire, and deal in real and personal property of every name and nature, including stocks and securities of other corporations, and to lend money and take securities of other corporations, and to lend money and take securities for the payment of all sums due the corporation, and to sell, assign and release such securities.

JAMES W. HENSON  
ATTORNEY AT LAW  
1700 MONTGOMERY HIGHWAY  
P. O. BOX 251  
PELHAM, ALABAMA

BOOK 032 PAGE 428

To protect the products of the corporation by trademarks, trade-names or any distinguishing names or titles, and to acquire and take over, lease, grant leases on, to receive and grant licenses and other privileges on, and in connection with, any trademarks, patents, or patent rights, processes, formulae, advertising matter, packing methods and packages, and any and all other apparatus, rights, methods, armes, selling devices, and advertising matter which may from time to time by useful or convenient in promoting and protecting the preparation, advertising and sale of any and all goods and merchandise which may at any time be purchases, manufactured, handled, or sold by the corporation.

To transact any and all lawful business for which corporations may be incorporated under the laws of Alabama.

The business of purpose of the company is from time to time to do any one or more of the acts and things herein above set forth, and it shall have power to conduct and carry on it's business, or any part thereof, and to have one or more offices, and to exercise all or any of it's corporate powers and rights in the State of Alabama, and in other various states, territories, colonies and dependencies of the United States, in the District of Columbia, and in all or any foreign countries.

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

The corporation shall have the authority to issue One Thousand (1000) shares. Such shares shall consist of only one class and all shares shall be without par value.

FIFTH: The location and mailing address of the corporation's initial registered office, and the name of the corporation's initial registered agent at such address:

Address: 2700 Montgomery Highway South  
Pelham, Al 35124

Location: 2700 Montgomery Highway South  
Pelham, AL 35124

Registered Agent: Alan Scott Branson

SIXTH: The number of directors constituting the initial board of directors, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify.

There shall be one director on the initial board of directors. That director shall be: Alan Scott Branson of

SEVENTH: The name and address of each incorporator.

- 1) Alan Scott Branson  
2700 Montgomery Highway South  
Pelham, Al 35124

SIGNED: 


Sworn to and subscribed before this the \_\_\_\_\_ day of \_\_\_\_\_,  
19\_\_\_\_.

NOTARY PUBLIC

My Commission Expires: \_\_\_\_\_

EIGHTH: The name and address of each subscriber.

- 1) Alan Scott Branson  
2700 Montgomery Highway South  
Pelham, Al 35124

Signed: 

Sworn to and Subscribed before me this the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:\_\_\_\_\_.

NINTH: The name and address of the person designated to receive service in the State of Alabama for this corporation.

- 1) Alan Scott Branson  
2700 Montgomery Highway South  
Pelham, Al 35124

Signed: 

Sworn to and Subscribed before me this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:\_\_\_\_\_.

BOOK 032 PAGE 430



# 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 \_\_\_\_\_

Branson & Associates, Inc.

is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of Branson & Associates, 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 15, 1986 - expires 4-15-87

Date

*Don Siegelman*

Don Siegelman

Secretary of State



# State of Alabama

SHELBY

## County

### CERTIFICATE OF INCORPORATION OF

BRANSON & ASSOCIATES, 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 BRANSON & ASSOCIATES, INC., duly signed pursuant to the provisions 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 BRANSON & ASSOCIATES, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 28th day of JANUARY, 1987.

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

1987 JAN 28 PM 6:51

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

*Thomas A. Branson, Jr.*

Judge of Probate

Rec 35.00  
Jud 1.00  
36.00