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This Instrument Prepared By:
L.B. Feld, Esq.
WERTHEIMER, McCORD, FELD
& HOFFMAN, P.C.
2019 3rd Avenue, North
3rd Floor
Birmingham, Alabama 35203

ARTICLES OF INCORPORATION
OF
MARVIN NARZ, P.C.

The undersigned, duly licensed to practice accounting under the laws of the State of Alabama, for the purpose of forming a professional corporation under the Alabama Professional Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the Corporation is "Marvin Narz, P.C."

ARTICLE TWO
DURATION

The period of duration of the Corporation is perpetual.

ARTICLE THREE
PURPOSES

The purposes for which the Corporation is formed are to engage in the practice of accounting, to invest its funds in real estate, mortgages, stocks, bonds or any other type of investment, and to own real or personal property necessary or appropriate for rendering its professional services.

MARVIN NARZ, P.C.
HIGHGATE HILL -
P.O. Box 451 AA
HELENA AL 35080

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ARTICLE FOUR
REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation is 451AA Highgate, Helena, Alabama, 35080 and the name of the initial registered agent at such address is Marvin Narz.

ARTICLE FIVE
CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is One Thousand (1,000), all of which shall be shall be common shares with par value of One Dollar (\$1.00) per share.

ARTICLE SIX
CAPITAL

The minimum amount of capital with which the Corporation shall begin business is One Hundred (\$100.00) Dollars.

ARTICLE SEVEN
DIRECTORS

There shall be One Director constituting the initial Board of Directors. The name and address of such person who is to serve until the first annual meeting of shareholders, or until his successor is elected and qualified, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Marvin Narz	Rt. 1, Box 451AA Helena, AL 35080

ARTICLE EIGHT
INCORPORATORS

The name and address of the incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Marvin Narz	Rt. 1, Box 451AA Helena, AL 35080

ARTICLE NINE
RIGHT TO AMEND PROVISIONS IN ARTICLES

The Corporation reserves the right from time to time to amend, alter or repeal any provision contained in these Articles of Incorporation or to add one or more additional provisions in the manner now or hereafter prescribed by statute by a vote of two thirds (2/3) of the issued and outstanding shares of the Corporation (excluding treasury shares), and all rights conferred on shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF the undersigned has hereunto set his hand and seal on this 2 day of NOVEMBER, 1987.



Marvin Narz, Incorporator

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STATE OF ALABAMA

I, **Glen Browder, 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 Marvin Narz, P.C. is reserved

as available based only upon an examination of the corporation records on file in this office for the exclusive use of Marvin Narz, P.C.

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.

October 21, 1987 - expires 2-19-88

Date

Glen Browder

Glen Browder

Secretary of State



State of Alabama

SHELBY County

CERTIFICATE OF INCORPORATION

OF

MARVIN NARZ, P.C.

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 MARVIN NARZ, P.C., 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 MARVIN NARZ, P.C., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 3rd day of NOVEMBER, 1987

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

Thomas A. Snowden, Jr.
Judge of Probate

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Thomas A. Snowden, Jr.
JUDGE OF PROBATE

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