

CERTIFICATE OF INCORPORATION  
OF  
COMMERCE DEVELOPERS, INC.

For the purpose of forming a corporation under Article I, of Title 10, of the Code of Alabama (1940), Section 1, et seq., the undersigned have associated themselves with and have agreed upon and adopted this Certificate of Incorporation to constitute and become its charter upon the filing hereof pursuant to law.

I

The name of the corporation shall be  
Commerce Developers, Inc.

II

The objects and purposes for which the said Corporation is formed and the objects to be carried on and promoted by it are as follows:

a. To subdivide and develop real property; invest and reinvest in real property; improve real property for resale; and to trade real property;

b. To do any and all things herein set forth as principal, agent, contractor, trustee, or otherwise, alone or in company with others, and to do any and all things necessary or incidental to its protection and benefit and in general to carry on any lawful business necessary or incidental to the attainment of its purposes, whether such business is similar in nature to the powers hereinabove set forth or otherwise.

c. To carry out the purposes hereinabove set forth in any State, Territory, District or Possession of the United States or in any foreign country.

### III

The location of its principal office in Alabama is:

P. O. Drawer I, Calera, AL 35040  
Shelby Industrial Park  
Bldg #1  
U.S. HWY 31, IV  
Calera, AL 35040

The total number of shares of stock which the corporation shall have authority to issue is 900 shares, with par value of \$10.00 per share; the corporation will begin business with 100 shares of capital stock or \$900.00

### V

The address of the initial registered office of the corporation is:

P. O. Drawer I Shelby Industrial Park  
Calera, AL 35040 Bldg. #1 U.S. HWY 31  
Calera, AL 35040

and the name of its initial registered agent at such address is:

Wallace W. Watson

### VI

The names and post office addresses of the incorporators and the number of shares subscribed for by each are:

| <u>NAME</u>   | <u>NUMBER OF SHARES</u> |
|---|-------------------------|
| Wallace W. Watson<br>P. O. Drawer I<br>Calera, AL 35040 | 300                     |
| James W. Adams<br>P. O. Drawer I<br>Calera, AL 35040    | 300                     |

|                  |     |
|------------------|-----|
| Charles Sillery  | 300 |
| P. O. Drawer I   |     |
| Calera, AL 35040 |     |
| TOTAL            | 900 |

85

The names and post office address of the directors are:

Wallace W. Watson  
P. O. Drawer I  
Calera, AL 35040

James W. Adams  
P. O. Drawer I  
Calera, AL 35040

The names and post office addresses of the officers chosen for the first year are:

| <u>NAME</u>   | <u>OFFICE</u>       |
|---|---------------------|
| Charles Sillery<br>P. O. Drawer I<br>Calera, AL 35040     | President           |
| James W. Adams<br>P. O. Drawer I<br>Calera, AL 35040      | Vice-President      |
| ✓ Wallace W. Watson<br>P. O. Drawer I<br>Calera, AL 35040 | Secretary-Treasurer |

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#### VII

The agent designated to receive service of process is Wallace W. Watson.

#### VIII

The Corporation is to have perpetual existence.

#### IX

The Corporation shall have the power to make by-laws for regulation and government of the Corporation, its agents, servants and officers and for all other purposes not inconsistent with the Constitution of and the laws of the State of Alabama.

The Officers of the Corporation shall be fixed in the by-laws except that they shall never be less than President, Vice President, and Secretary-Treasurer. The same person may be Secretary-Treasurer. The Board of Directors of the Corporation shall be composed of not less than three nor more than five members who need not be stockholders of the Corporation.

IN WITNESS WHEREOF, the undersigned incorporators have subscribed their names to this Certificate of Incorporation on this the 30<sup>th</sup> day of November, 1987.

Wallace W. Watson  
WALLACE W. WATSON  
James W. Adams  
JAMES W. ADAMS  
Charles E. Sillery  
CHARLES SILLERY

STATE OF ALABAMA )  
Jefferson COUNTY )

On this 30th day of November, 1987 before me personally came Wallace W. Watson, James W. Adams, and Charles Sillery, to me known and known to me to be the individuals described in and who signed the foregoing Certificate of Incorporation, and they severally duly acknowledged to me that they signed the same.

Darlene W. Hammell  
NOTARY PUBLIC

My Commission Expires:

February 23, 1991

PREPARED BY:

Walter W. Furner  
124 North 18th Street  
Bessemer, AL 35020  
(205) 426-1276

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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 Commerce Developers, Inc. is reserved

as available based only upon an examination of the corporation records on file in this office for the exclusive use of Commerce Developers, 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.

November 30, 1987 - expires 3-30-88

Date

*Glen Browder*

Glen Browder

Secretary of State

# State of Alabama

SHELBY

## County

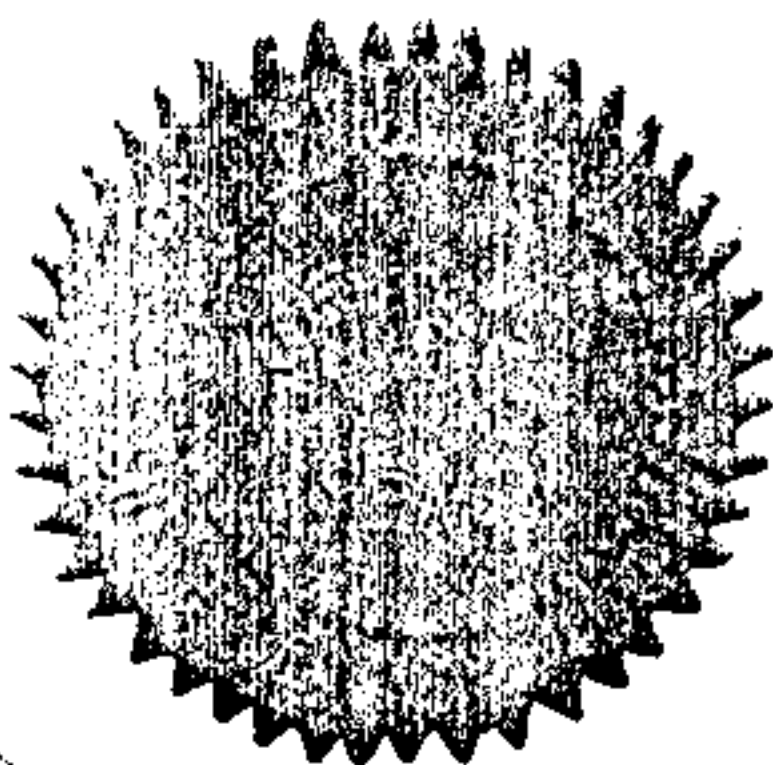
### CERTIFICATE OF INCORPORATION OF

COMMERCE DEVELOPERS, 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 COMMERCE DEVELOPERS, 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 COMMERCE DEVELOPERS, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 1st day of DECEMBER, 19 87.



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

1987 DEC -1 PM 3:45

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

*Thomas A. Browder, Jr.*  
Judge of Probate

Recd 38.00  
Jud 1.00  
36.00