

This instrument prepared by:

William S. Brewbaker, III
Bradley, Arant, Rose & White
1400 Park Place Tower
Birmingham, Alabama 35203

886
ARTICLES OF INCORPORATION
OF
✓ THOMPSON-GRILL CO., INC.

1. The name of the corporation is Thompson-Grill Co., Inc.
2. The period of its duration is perpetual.
3. The purpose or purposes for which the corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act, including, without limitation, the performance of residential and commercial construction and activities related thereto.
4. The aggregate number of shares of stock which the corporation shall have authority to issue is 20,000 shares, all of which shall be common stock having a par value of \$1.00 per share.
5. The location and mailing address of the initial registered office of the corporation are 101 Carnoustie, Shoal Creek, Alabama 35094, and the name of its initial registered agent at such address is Hall W. Thompson.
6. The number of directors constituting the initial board of directors of the corporation is three, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders and until their successors are elected and shall qualify are as follows:

<u>Name</u>	<u>Address</u>
Hall W. Thompson	#7 Gleneagles, Shoal Creek, AL 35094
Randal W. Grill	P.O. Box 225 Alabaster, AL 35007
Lucile R. Thompson	#7 Gleneagles, Shoal Creek, AL 35094

7. The name and address of each incorporator of the corporation is as follows:

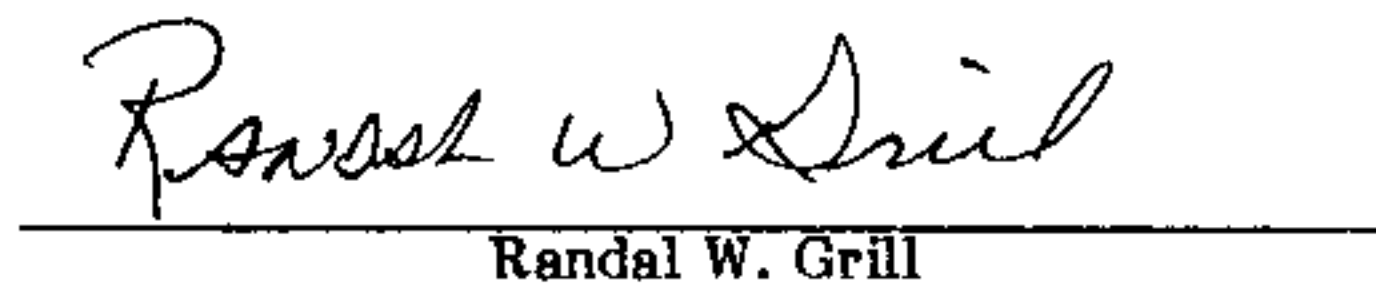
<u>Name</u>	<u>Address</u>
Hall W. Thompson	#7 Gleneagles, Shoal Creek, AL 35094
Randal W. Grill	P.O. Box 225, Alabaster, AL 35007

8. No shareholder shall have a pre-emptive right to purchase shares of any class of capital stock of the corporation, including treasury shares.

9. The corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge and transfer or otherwise dispose of its own shares. Purchases by the corporation of its own shares, whether direct or indirect, may be made to the extent of unreserved and unrestricted earned surplus and capital surplus of the corporation available therefor.

The undersigned, acting as incorporators of the corporation named herein in accordance with the Alabama Business Corporation Act, execute these Articles of Incorporation this 13th day of January, 1988.


Hall W. Thompson


Randal W. Grill

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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 Thompson-Grill 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 Thompson-Grill 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 15, 1987 - expires 4-14-88

Date

Glen Browder

Glen Browder

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

THOMPSON-GRILL 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 THOMPSON-GRILL CO., 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 THOMPSON-GRILL CO., INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 14th day of JANUARY, 19 88

STATE OF ALA. SHELBY
I CERTIFY THIS
INSTRUMENT WAS FILED

88 JAN 14 AM 10:09

Thomas G. Snowden, Jr.
JUDGE OF PROBATE

Thomas G. Snowden, Jr.
Judge of Probate

RECORDING FEES

Recording Fee	\$ 35.00
Index Fee	1.00
TOTAL	\$ 36.00

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