

1221
ARTICLES OF INCORPORATION

OF

DIXIE HARDWARE COMPANY, INC.

AN ALABAMA CORPORATION

The undersigned, for the purpose of forming a corporation under the Alabama Business Corporation Act hereby adopts the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is Dixie Hardware Company, Inc.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The purpose for which the corporation is organized is to conduct a retail hardware business, to engage in any lawful business or activities related to the stated purpose, and to engage in any lawful act or activity for which corporations may be organized under the Alabama Business Corporation Act.

ARTICLE FOUR

REGISTERED OFFICE

The location and mailing address of the initial registered office of the corporation is Main Street, Wilsonville, Alabama, 35186.

Conwill, Justice

The initial registered agent at the address is:

Gregory Thomas

CAPITAL STOCK

The total number of shares that the corporation has authorized to issue is 1000 shares, all of which shall be common shares with a par value of \$1.00 per share. There shall be no more than thirty-five shareholders. Stock shall be issued and transferable only to natural persons who are not nonresident aliens.

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 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:

Gregory Thomas	Alabama Highway No. 25 Wilsonville, AL 35186
Frank McEwen	Route 1, Shelby County Highway No. 47 North Columbiana, AL 35051
Ralph McEwen	Route 1, Shelby County Highway No. 47 North Columbiana, AL 35051

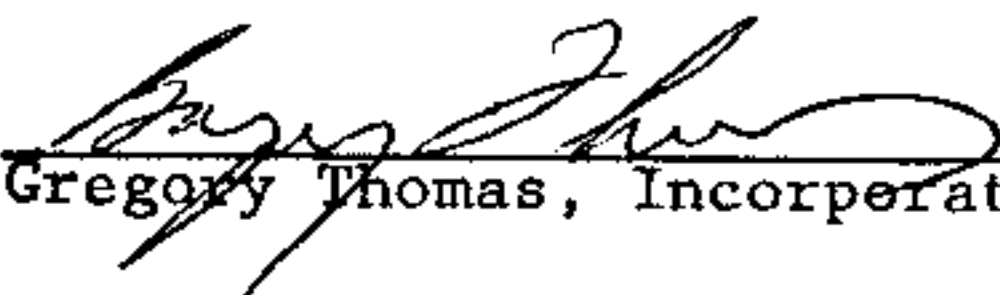
ARTICLE SEVEN

INCORPORATOR

The name and address of the incorporator is:

Gregory Thomas	Alabama Highway No. 25 Wilsonville, AL 35186
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I, the undersigned, have subscribed my name, this the 19th
day of January, 1988.



Gregory Thomas, Incorporator

This instrument was prepared by William R. Justice,
whose address is P.O. Box 557, Columbiana, Alabama 35051.



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

BOOK 035 PAGE 95 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 _____. 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.

Date _____

Glen Browder

OFFICE OF THE JUDGE OF PROBATE
SHELBY COUNTY, ALABAMA

CERTIFICATE OF INCORPORATION
OF
DIXIE HARDWARE COMPANY, INC.

The undersigned, as Judge of Probate, Shelby County, Alabama, hereby certifies that Articles of Incorporation for the incorporation of Dixie Hardware Company, Inc., duly signed pursuant to the provisions of the Code of Alabama, have been received in this office and are found to conform to law and that the name of the corporation is now reserved with the Secretary of State of Alabama.

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 Dixie Hardware Company, Inc. and attaches hereto a certified copy of the Articles of Incorporation.

Dated January 19th, 1988.

Thomas A. Snowden, Jr.
Judge of Probate

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

88 JAN 19 AM 11:12

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

RECORDING FEES

Recording Fee \$ 35.00

Index Fee 1.00

TOTAL \$ 36.00