

565

ARTICLES OF INCORPORATION
OF
BILL'S CONTRACTING SERVICE, INC.

ARTICLE ONE

The name of the corporation is Bill's Contracting Service, Inc.

ARTICLE TWO

The term of existence of the corporation is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is to engage generally in all forms of construction, remodeling and related activities, and to engage in any lawful business or activities related to said purposes, and to engage in any and all other lawful acts or activities for which corporations may be organized under the Alabama Businessss Corporation Act.

ARTICLE FOUR

The street address of the initial registered office of the corporation is 188 North Main Street, Montevallo, Alabama, 35115.

The initial registered agent is William D. Murray.

BOOK 035 PAGE 272



ARTICLE FIVE

The total number of shares that the corporation has authority to issue is One Thousand (1,000), all of which shall be common shares with a par value of \$1.00 per share. The Corporation shall presently issue One Hundred (100) shares as of the date of the incorporation.

ARTICLE SIX

ORGANIZATION AS CLOSE CORPORATION

6.01 The corporation is organized as a close corporation under Title 10 Article 11, Code of Alabama (Section 10-2A-301, et. seq.).

6.02 All of the issued shares of stock are subject to the following restrictions on transfer which shall also be noted on each share certificate.

THIS SHARE CERTIFICATE IS ISSUED BY A CLOSE CORPORATION, AND MAY NOT BE TRANSFERRED, SOLD, PLEDGED, ASSIGNED, OR OTHERWISE ACQUIRED BY ANY PERSON FROM THE ORIGINAL SHAREHOLDER TO WHOM THE CERTIFICATE WAS ISSUED AND WHOSE NAME APPEARS HEREON WITHOUT THE WRITTEN CONSENT OF ALL OF THE SHAREHOLDERS IN THE CORPORATION. THIS RESTRICTION IS IMPOSED BY AGREEMENT OF THE ORIGINAL INCORPORATORS AND SHAREHOLDERS OF THE CORPORATION PURSUANT TO SECTION 10-2a-41(c)(3) CODE OF ALABAMA, 1975. THIS CORPORATION'S ARTICLES OF INCORPORATION AUTHORIZE ITS BUSINESS TO BE MANAGED BY THE SHAREHOLDERS OF THE CORPORATION PURSUANT TO SECTION 10-2A-308, CODE OF ALABAMA, 1975. PURSUANT TO SECTION 10-2A-312, ANY SHAREHOLDER OF THIS CORPORATION MAY CAUSE IT TO BE DISSOLVED UPON GIVING WRITTEN NOTICE TO ALL OF THE SHAREHOLDERS.

6.03 The corporation intends to elect to become a Subchapter S or S Corporation pursuant to Internal Revenue Code Section 1361 et. seq., and by their execution of these Articles all incorporators who are also initial shareholders, hereby consent to said election of tax status.

ARTICLE SEVEN

MANAGEMENT BY SHAREHOLDERS

7.01 Pursuant to Section 10-2A-308 Code of Alabama, 1975, the business of the corporation shall be managed by the shareholders rather than by a board of directors.

7.02 The undersigned incorporator, who will also be the sole shareholder, specifically acknowledges consent to this provision by execution of these Articles.

ARTICLE EIGHT

INCORPORATOR

William D. Murray

188 North Main Street
Montevallo, AL 35115

ARTICLE NINE

SHARE SUBSCRIPTION ACKNOWLEDGMENT

The Incorporator in ARTICLE EIGHT above has subscribed to and will be issued 100 shares of the corporation, and by the execution of these Articles indicates his affirmative vote and authorization of the formation of this corporation as a close corporation pursuant to Section 10-2A-302 Code of Alabama, 1975.

William D. Murray
WILLIAM D. MURRAY

This instrument was prepared by J. Ronald Boyd,
whose address is Suite 302, 2801 University Boulevard,
Birmingham, Alabama, 35233.

BOOK 035 PAGE 275



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 Bill's Contracting Service, Inc. is reserved

as available based only upon an examination of the corporation records on file in

this office for the exclusive use of Bill's Contracting Service, 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.

January 11, 1988 - expires 5-11-88

Date Glen Browder

Glen Browder

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

BILL'S CONTRACTING SERVICE, 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 BILL'S CONTRACTING SERVICE, 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 BILL'S CONTRACTING SERVICE, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 9th day of FEBRUARY, 19 88

STATE OF ALA. SHELBY CO. Thomas A. Snowden, Jr.
I CERTIFY THIS
INSTRUMENT WAS FILED Judge of Probate

88 FEB -9 AM 11:53

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

Rec 35.00
Jud 1.00
36.00

BOOK 035 PAGE 277