

ARTICLES OF INCORPORATION
OF
J. ELLIOTT CORP.

The undersigned, acting as incorporators of a corporation under the Code of Alabama, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is J. ELLIOTT CORP.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are: To purchase, sale, develop, mortgage, convey and to do each and every other thing necessary for the successful construction and sale of residential and commercial property, and each and every other activity allowed a corporation by the Code of Alabama.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000), at no par value per share. There is only one class of stock.

FIFTH: The address of the initial registered office of the corporation is 700 Industrial Park Drive, Alabaster, Alabama 35007; the mailing address of the corporation is 700 Industrial Park Drive, Alabaster, Alabama 35007; the name of its initial registered agent at such address is James W. Elliott.

David Spitzer

SIXTH: The number of directors constituting the initial Board of Directors of the Corporation is one (1), the name and address of the person who is to serve as director until the first annual meeting of shareholders or until their successor is elected and shall qualify is:

<u>NAME</u>	<u>ADDRESS</u>
James W. Elliott	700 Industrial Park Drive Alabaster, Alabama 35007

SEVENTH: The name and address of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
James W. Elliott	700 Industrial Park Drive Alabaster, Alabama 35007

EIGHTH: The President or the Vice-President, without the attestation of the Secretary and/or the Secretary without the joining of the President, shall have the power and authority to sign all deeds, notes, mortgages, lien waivers and other necessary or desired documents of the corporation as may be required in the normal course of business.

DATED: February 23, 1988.


James W. Elliott
Incorporator



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 J. Elliott Corp. is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of J. Elliott Corp. 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.

February 1, 1988 - expires 6-1-88
Date

Glen Browder
Glen Browder Secretary of State

State of Alabama

SHELBY

County

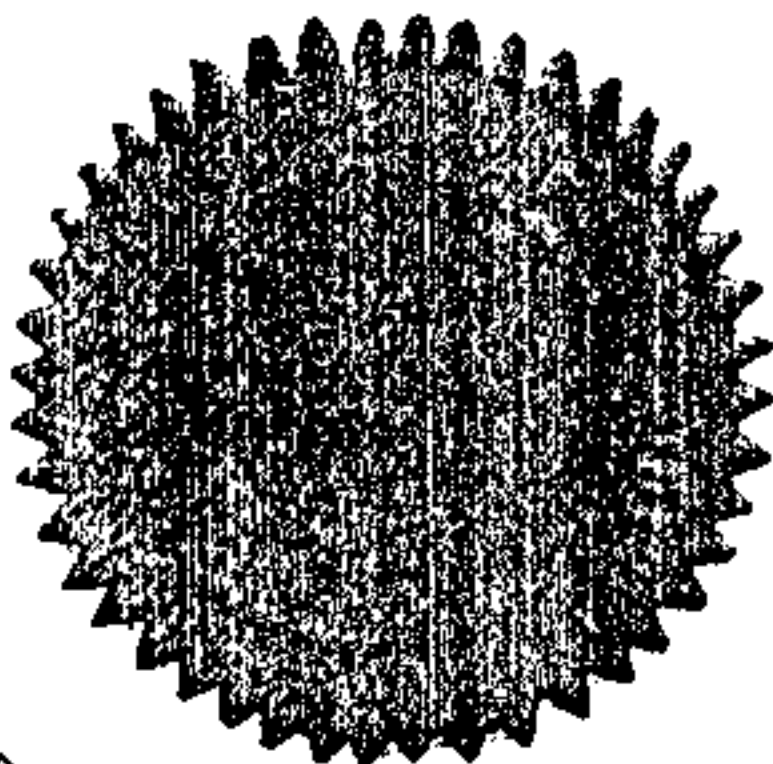
CERTIFICATE OF INCORPORATION OF

J. ELLIOTT CORP.

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 J. Elliott Corp., 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 J. Elliott Corp., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 23rd day of February, 19 88.



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

88 FEB 23 PM 3:28

Thomas A. Shouder, Jr.
JUDGE OF PROBATE

Thomas A. Shouder, Jr.
Judge of Probate

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