3313 PAGE 454

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This instrument prepared by:

Lant B. Davis, Esq.
Bradley, Arant, Rose & White
1400 Park Place Tower
Birmingham, Alabama 35203

FILED
1973 JAN 11 PM 3:34
JUDGE OF PROBATE
JEFFERSON COUNTY, ALA.

ARTICLES OF INCORPORATION

OF

THE PARK-CHANDLER CORPORATION

1. The name of the corporation is The Park-Chandler Corporation.

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.

4. The aggregate number of shares of capital stock which the corporation shall have authority to issue is 3,000 shares of common stock, par value $.10 per share.

5. The location and mailing address of the initial registered office of the corporation are 1400 Park Place Tower, Birmingham, Alabama 35203, and the name of its initial registered agent at such address is Scott M. Phelps.

6. The number of directors constituting the initial board of directors of the corporation is four, 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:

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Bradley, Arant

Name	Address
Carroll Chandler Phelps	3905 Forest Avenue Birmingham, AL 35213
Elizabeth Chandler Walston	809 Beech Court Birmingham, AL 35213
William Robert Chandler	2234 Allendale Place Montgomery, AL 36111
William C. Chandler	2234 Allendale Place Montgomery, AL 36111

7. The name and address of the incorporator of the corporation is Carroll Chandler Phelps, 3905 Forest Avenue, Birmingham, Alabama 35213.

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 incorporator of the corporation named herein in accordance with the Alabama Business Corporation Act, executes these Articles of Incorporation this 11th day of January, 1988.

Carroll Chandler Phelps

Carroll Chandler Phelps

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STATE OF ALABAMA
JEFFERSON COUNTY
08 MAR 24 PM 2:03
JUDGE OF PROBATE

RECORDING FEES

Recording Fee	$ 7.50
Index Fee	1.00
TOTAL	$ 8.50

State of Alabama
Jefferson County

I, the Undersigned, as Judge of the Court of Probate, in and for said County, in said State, hereby certify that the foregoing is a full, true and correct copy of the instrument with the filing of same as appears of record in this office in Vol. 3313 Record of _____ on page 454

Given under my hand and official seal, this the 11th day of Jan 19 88.

Old Florence
Judge of Probate