

ARTICLES OF INCORPORATION OF THE FUN CLUB
(Southern Clean Fuels Employees Club - Wilsonville, AL)

The undersigned incorporators associate themselves together to form a corporation not for profit under the laws of the State of Alabama and herewith submit to the Judge of Probate Court of Shelby County for approval the following proposed charter:

- I. The name of this corporation shall be THE FUN CLUB, and the location of its principal place of business shall be Southern Clean Fuels, Highway 25 North, Wilsonville, Alabama 35186.
- II. The purpose of the corporation shall be to encourage, promote and assist athletic, social, and recreational activities among employees of the Company (SOUTHERN CLEAN FUELS).
- III. All employees who desire to join in promoting the object of this corporation may become members of this corporation in the manner from time to time provided by its By-Laws.
- IV. This corporation shall have perpetual existence.
- V. The affairs of the corporation shall be managed by the following Officers: A President, a Vice-President, a Secretary, a Treasurer and Two alternates. Each of the said officers shall be elected by the rules governing such included in the By-Laws.
- VI. There shall be six (6) members of the initial Board of Directors. The Board of directors will manage all the affairs of the Corporation. The original By-Laws shall be made and adopted by the majority vote of the foregoing directors and thereafter amended, altered or rescinded from time to time by the directors in the manner provided in the By-Laws.
- VII. The name of the corporation's initial registered agent is Mr. David Brantley and the initial registered agent's address is: P.O. Box 160, Vincent, Alabama 35178.

BOOK 037 PAGE 746

David W. Brantley
P.O. Box 160
Vincent, AL. 35178

ARTICLES OF INCORPORATION OF THE FUN CLUB - Page 2

VIII. The name and address of each of the six incorporators is:

1. Mr. David Brantley, P.O. Box 160, Vincent, AL 35178
2. Ms. Mary P. Peoples, P.O. Box 1643, Columbiana, AL 35051
3. Ms. Ann Smith, P.O. Box 121, Wilsonville, AL 35186
4. Mr. Samuel D. Thrash, Rt. 1, Box 499 A-19, Sylacauga, AL 35154
5. Mr. Phillip C. Crowe, 608 4th St. SE, Childersburg, AL 35044
6. Mr. James W. Smith, 3940 Kyle Lane, Birmingham, AL 35243

David W. Brantley
Incorporator

Mary P. Peoples
Incorporator

Ann Smith
Incorporator

Samuel D. Thrash Jr.
Incorporator

Phillip C. Crowe
Incorporator

James W. Smith
Incorporator

BOOK 037 PAGE 747

State of Alabama

SHELBY County

CERTIFICATE OF INCORPORATION

OF

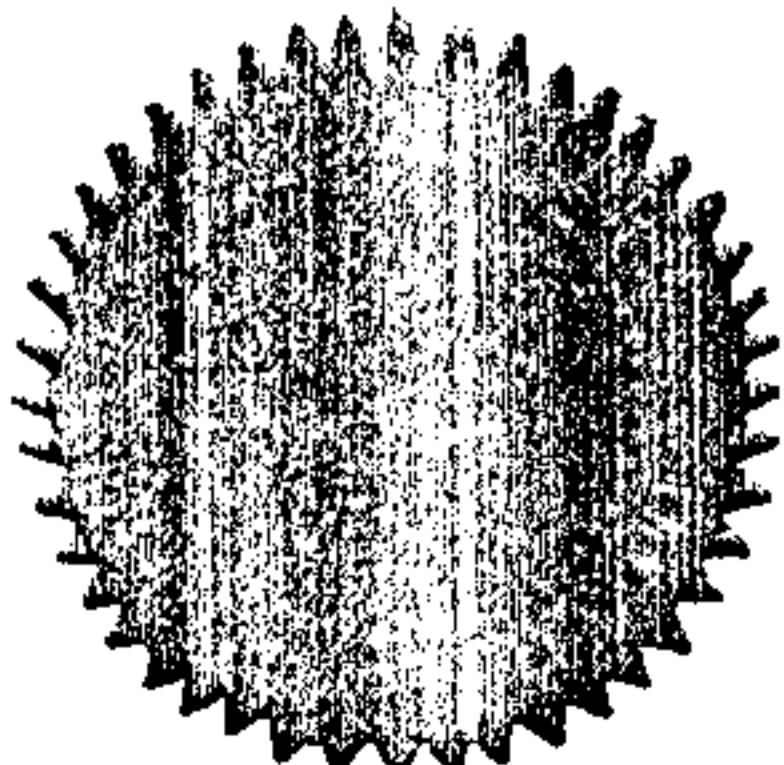
THE FUN CLUB

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of THE FUN CLUB, duly signed and verified pursuant to the provisions of Section NON-PROFIT 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 THE FUN CLUB, and attaches hereto a duplicate original of the Articles of INCORPORATION.

GIVEN Under My Hand and Official Seal on this the 4th day of JANUARY, 19 89.

BOOK 037 PAGE 748



STATE OF ALABAMA
I CERTIFY THE
INSTRUMENT WAS FILED

89 JAN -4 PM 3:57

Thomas A. Mendenhall, Jr.
JUDGE OF PROBATE

Thomas A. Mendenhall, Jr.
Judge of Probate

Recd 25.00
Fees 1.00
26.00