

138

ARTICLES OF INCORPORATION

OF

D. L. ACTON CONSTRUCTION CO., INC.

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

FIRST: The name of the corporation is D. L. ACTON CONSTRUCTION CO., INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

(a) To operate a construction company and to operate and carry out all such businesses as are deemed appropriate for the corporation by its Board of Directors and to perform all acts necessary and proper to carry on such business.

(b) To manage, operate and carry on a manufacturing business of any and all types and any business for the sale at wholesale or retail of goods, wares, and merchandise.

(c) To purchase, rent, lease, mortgage, sell, hold, cultivate and otherwise acquire, maintain, and dispose of real estate, personal property and/or mixed property of any kind or character situated or located in Shelby County, Alabama, or any other county in the State of Alabama, or any state in the United States of America.

(d) To buy and sell accounts and mortgages.

(e) To build houses, apartment houses, stores and other buildings, and to improve its own property and that of others for a reward; and to own, hold, sell, rent, transfer and dispose of by deed, mortgage, lease or other writing or in any other lawful method of conveyance, alienation or disposition of all or any part of its interest or claim in and to its real estate or personal or mixed property or either, upon such terms and conditions as are acceptable to it.

(f) To acquire, hold, buy, sell, convey, assign, transfer and mortgage all kinds of personal property and chattels of every nature and kind, including stocks, bonds, notes, mortgages and securities of corporations and individuals.

(g) To acquire, hold, lease, sell, convey and mortgage and otherwise dispose of real estate and its appurtenances and to cultivate, improve and develop the same and contract in reference thereto.

(h) To borrow money, to issue notes, bonds, and to secure the same by deed of trust or mortgage.

(i) To make loans to corporations or individuals and to secure the same by deed of trust or mortgage, or any other lawful method.

(j) To engage in the general contracting business.

(k) To engage in any business involving transactions for goods or services of any kind or nature whatsoever.

(l) To transact any or all lawful business for which corporations may be incorporated under this Act.

(m) Without in any particular limiting the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have the power to issue bonds, notes, mortgages and other obligations in payment of property purchased or acquired by it for any object in or about its business, to mortgage or to pledge any stocks, bonds or other obligations on any property which may be acquired by it or secure any bonds or other obligations it may incur; to make and perform contracts of any kind or description in carrying on its business or for the purpose of obtaining or furthering any of its objects, and to do any and all other acts and things and to exercise any and all other powers which a corporation, a co-partnership or natural person could do and exercise, and which is now or hereafter authorized by law.

FOURTH: The aggregate number of shares which the corporation shall have the authority to issue is five thousand (5,000) shares of common stock, par value One Dollar and no/100 (\$1.00) per share.

BOOK 038 PAGE 709

FIFTH: The address of the initial registered office of the corporation is P. O. Box 426, 1063 Commerce Boulevard, Pelham, Alabama, 35124, and the name of its initial registered agent at such address is Douglas L. Acton.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME AND ADDRESS

DOUGLAS L. ACTON
P. O. Box 426
1063 Commerce Boulevard
Pelham, AL 35124

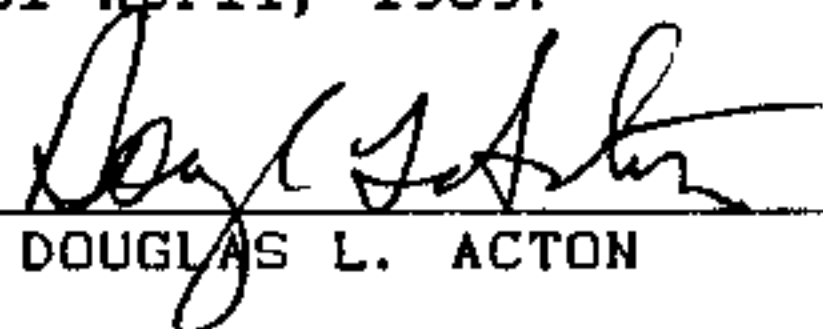
GAIL M. ACTON
P. O. Box 426
1063 Commerce Boulevard
Pelham, AL 35124

SEVENTH: The name and address of each Incorporator is:

NAME AND ADDRESS

DOUGLAS L. ACTON
P. O. Box 426
1063 Commerce Boulevard
Pelham, AL 35124

DATED this the 27th day of April, 1989.


DOUGLAS L. ACTON

BOOK 038 PAGE 710

04/26/89 15:34 205 240 3138

SEC. STATE

THE FEE FOR ISSUING THIS CERTIFICATE (\$10.00 FEE 1.0002
TO THE SECRETARY OF STATE) SHOULD BE COLLECTED BY THE
JUDGE OF PROBATE WHEN YOU FORM YOUR CORPORATION AND
FORWARDED TO THE SECRETARY OF STATE.

NOTE: IF YOU DECIDE NOT TO USE THIS NAME FOR A
CORPORATION, PLEASE RETURN CERTIFICATE WITH A FEE OF
\$10.00 TO THE SECRETARY OF STATE, 524 STATE OFFICE
BUILDING, MONTGOMERY, ALABAMA 36130.



STATE OF ALABAMA

I, FRED C. CRAWFORD, 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 D. L. Acton Construction Co., Inc. is reserved

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

this office for the exclusive use of D. L. Acton Construction Co., 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.

April 26, 1989 - expires - 8-26-89

Date

Fred C. Crawford

Fred C. Crawford

Secretary of State

BOOK 038 PAGE 711

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

D.L. ACTON CONSTRUCTION CO., 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 D.L. ACTON CONSTRUCTION CO., 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 D.L. ACTON CONSTRUCTION CO., INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 2nd day of MAY, 1989

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

89 MAY -2 AM 9:04

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

Thomas A. Snowden, Jr.
Judge of Probate

Rec 35.00
Jud 1.00
36.00