

2077
This Instrument Prepared By:

William W. Brooke
✓ Wallace, Brooke & Byers
2000 South Bridge Parkway
Suite 525
Birmingham, Alabama 35209

ARTICLES OF INCORPORATION
OF
OAK MOUNTAIN INSURANCE, INC.

The undersigned, acting as sole incorporator of a corporation under the Alabama Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Oak Mountain Insurance, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purposes for which the corporation is organized are as follows:

(a) To act as general partner of a limited partnership, and to perform such duties as may be required or permitted in such capacity under any applicable law or agreement;

(b) To render to others, and to engage in the business of rendering to others, consulting, advisory, administrative, industrial engineering, accounting, bookkeeping and other services of every nature, kind and character, which a corporation may legally render;

(c) To engage in any industrial, manufacturing, mining, merchantable, trading, agricultural, service, or other lawful business of any kind or character whatsoever;

(d) To act as agent, representative, or receiver of any person, firm, corporation, or governmental entity or instrumentality in respect to any lawful undertaking or transaction;

(e) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in or with, real or personal property, or any interest therein,

wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real or personal property, or any interest therein;

(f) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, corporations, associations, partnerships, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof.

(g) To lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested; and,

(h) To transact any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1,000) shares of common stock of the par value of One Dollar (\$1.00) per share.

FIFTH: The address of the initial registered office of the corporation is Top of Oak Mountain, Highway 280 East, Leeds, Alabama, and the name of its initial registered agent at such address is Richard L. Bozzelli.

SIXTH: The number of directors constituting the initial board of directors of the corporation is five (5) 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:

<u>Name</u>	<u>Address</u>
James T. Stephens	3710 Redmont Road Birmingham, Alabama
Dell S. Brooke	3204 Fernway Road Birmingham, Alabama

Elton B. Stephens, Jr.

2760 Abingdon Road
Birmingham, Alabama

Jane S. Comer

3152 Pine Ridge Road
Birmingham, Alabama

Richard L. Bozzelli

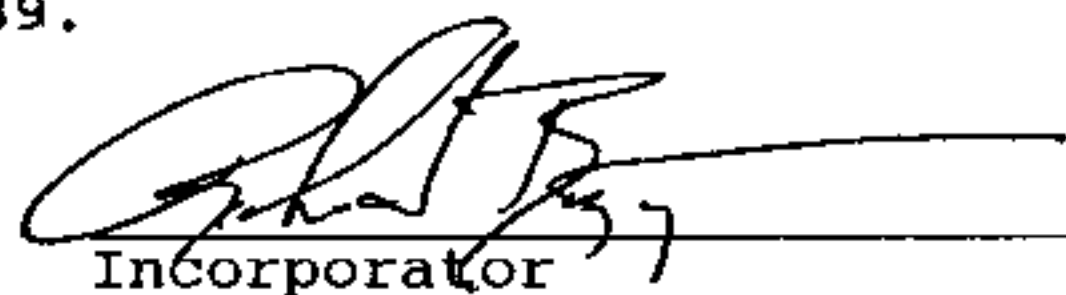
Top of Oak Mountain
Highway 280 East
Leeds, Alabama

SEVENTH: The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Richard L. Bozzelli	Top of Oak Mountain Highway 280 East Leeds, Alabama

EIGHTH: No shareholder of the corporation shall be entitled as a matter of right to subscribe for, purchase, receive or acquire as a pre-emptive right any shares of stock, or other securities convertible into stock, of the corporation which it may issue, or sell, whether out of the number of shares thereof now or hereafter authorized or out of shares now or hereafter held in its treasury, but all such additional shares of stock or other securities may be issued or disposed of by the Board of Directors to such persons and upon such terms as in its absolute discretion it may deem advisable.

DATED: May 31, 1989.


Incorporator



STATE OF ALABAMA

I, Perry A. Hand, 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 _____
Oak Mountain Insurance, Inc. _____ is reserved as available based

only upon an examination of the corporation records on file in this office for the exclusive use of
Oak Mountain Insurance, 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.

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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.

May 24, 1989 - expires - 9-22-89

Date

Perry A. Hand

Secretary of State

State of Alabama

SHELBY County

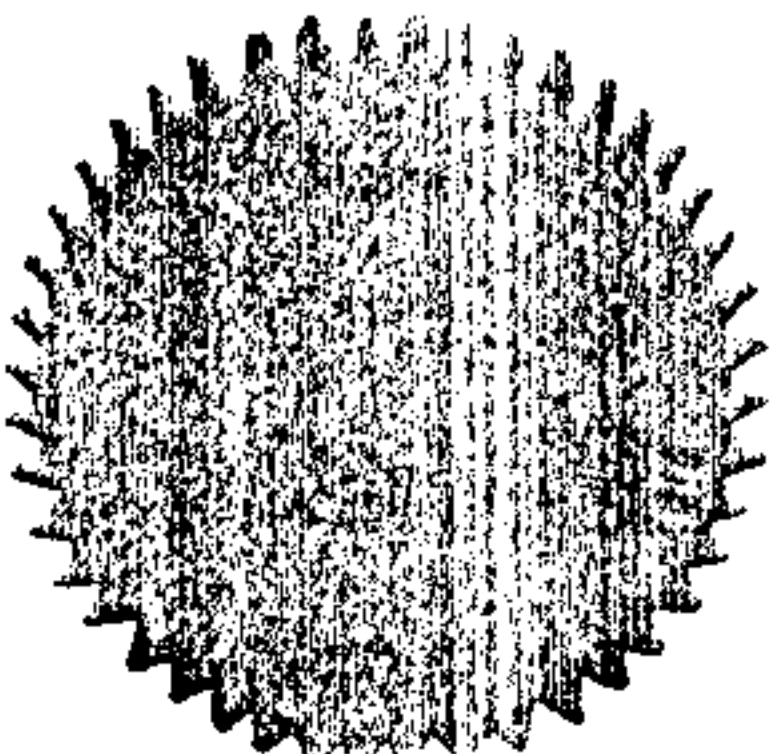
CERTIFICATE OF INCORPORATION OF

OAK MOUNTAIN INSURANCE, 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 OAK MOUNTAIN INSURANCE, 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 OAK MOUNTAIN INSURANCE, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 31st day of MAY, 19 89.



STATE OF ALABAMA, SHELBY COUNTY
I CERTIFY THAT
THE ABOVE NAMED

Thomas A. Snowden, Jr.
Judge of Probate

89 MAY 31 AM 11:21

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

RECORDING FEES

Recording Fee	\$ <u>35.00</u>
Index Fee	<u>1.00</u>
TOTAL	<u>36.00</u>