

976

STATE OF ALABAMA

SHELBY COUNTY

ARTICLES OF INCORPORATION

OF

SNOWY RIVER FARMS, INC.

KNOW ALL MEN BY THESE PRESENTS,

That for the purpose of forming a corporation under and pursuant to the provisions of the laws of the State of Alabama and more particularly of Chapter 2 A of Title 10 of the Code of Alabama 1975, as last amended, the undersigned Florence G. Grant desiring to become a body corporate, has agreed upon and adopted this Articles of Incorporation, the same to constitute and become a charter for carrying on the business hereinafter specified upon the proper filing hereof pursuant to law.

FIRST: The name of the corporation is SNOWY RIVER FARMS, INC.

SECOND: The period of duration of this corporation is perpetual.

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

(a) To own, operate, manage, and otherwise engage in a general livestock, agricultural, and ranching business, both in the name of the corporation and as agent for others; to operate a horse and ranching business, a bird and fowl business, an aviary, a fish and fishpond business, a dog and kennel business, and otherwise to deal in all agricultural products and domestic animals, both at wholesale and re-sale, and to raise, trade,

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(1) E. H. F.

(d) To undertake and carry on any business, transactions, or operation commonly undertaken or carried on by manufacturers, processors, financiers, and contractors, and generally to enter into, carry on, assist, promote or participate in financial, commercial, mercantile, industrial and other business works, contracts, undertakings and operations.

(e) To raise money by the issuing of shares and otherwise, to borrow money for its corporate purposes, and to make, accept, endorse, guarantee, execute and issue bonds, bills of exchange and other obligations, and to mortgage, pledge and hypothecate any stocks, bonds or other evidences of indebtedness and any other property held by it, and to invest money so raised, borrowed or otherwise obtained in carrying out the objects of the corporation heretofore enumerated.

(f) To carry on any or all of its operations and business and to promote its objects within the State of Alabama or elsewhere, without restrictions as to place or amount, and to do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world, as principals, agents, contractors, trustees, or otherwise, along or in company with others.

(g) And generally to do and perform the acts and enjoy the powers conferred by the general laws and statutes of the State of Alabama; and in addition to the objects stated aforesaid, the corporation shall have the power to conduct and carry on any business or activity not prohibited by law, nor required by law to be specifically stated in these articles.

barter, sell, and otherwise convey agricultural products and domestic animals; to breed, raise, and otherwise keep domestic animals in private ownership of the corporation, or for rental, lease, or hire for others; to feed, range, graze, manage, herd, control, brand, care for, purchase, market, and otherwise sell and dispose of livestock of every kind, both for the corporation and as agent for other persons or corporations; to buy, lease, cultivate, manage, operate, and sell agricultural and ranch properties and products therefrom both on the account of the corporation and as agent for other persons or corporations; to deal generally in support supplies and equipment for animals of all kinds, and to conduct boarding facilities and all matters incidental thereto in order to keep pets and animals; and to do a general commission and brokers business in any or all of the foregoing activities.

(b) To purchase or otherwise acquire, and to hold, own, mortgage, pledge, sell, transfer, or in any manner dispose of, and to deal and trade in goods, wares, merchandise, and personal property of any and every class and description and wherever situated.

(c) To buy, sell, mortgage, rent, improve, exchange, and otherwise acquire, hold, dispose of and deal in real property, both improved and unimproved; to build, repair, and alter houses, barns, kennels, aviaries, and other buildings thereon; to build and repair lakes and ponds on real estate; and to manage, develop, improve and subdivide real estate, into residential or business or rental subdivisions.

(h) The objects and purposes specified in each subparagraph of Paragraph Third shall, unless otherwise expressly provided, be in no way limited by reference to, or inference from, the terms of any other subparagraphs of Paragraph Third, each of such subparagraphs being regarded as creating independent objects and purposes. All words and clauses appearing this Paragraph Third are used in their broadest sense and shall be so construed. Nothing herein contained, however, shall be construed as authorizing this corporation to carry on the business of banking or that of a trust company, or the business of insurance.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 1,000, consisting of one class of common stock with the par value of \$1.00 per share.

FIFTH: Provisions for the regulation of internal affairs of the corporation are: None.

SIXTH: The address of the initial registered office of the corporation is 500 Griffin Road, Chelsea, Alabama 35043, and the name of its initial registered agent at such address is Florence Grant.

SEVENTH: The number of its directors constituting the initial board of directors of the corporation is four, and the name and address of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

Florence G. Grant, 500 Griffin Road, Chelsea, Alabama 35043;

W. W. Grant, III, 9580 Spring Meade Lane, Germantown,  
Tennessee 38138;

James Hale, 500 Griffin Road, Chelsea, Alabama 35043;

Robert S. Grant, 636 River Haven Circle, Birmingham,  
Alabama 35244.

EIGHTH: The name and address of each incorporator is:

Florence L. Grant, 500 Griffin Road, Chelsea, Alabama  
35043.

NINTH: The name and address of the initial officers of the  
corporation are as follows:

Florence Grant, 500 Griffin Road, Chelsea, Alabama 35043,  
shall serve as President of the Corporation; W. W. Grant, III,  
9580 Spring Meade Lane, Germantown, Tennessee 38138, shall serve  
as First Vice-President of the Corporation; James Hale, 500  
Griffin Road, Chelsea, Alabama 35043, shall serve as Second  
Vice-President of the Corporation; Robert S. Grant, 636 River  
Haven Circle, Birmingham, Alabama 35244, shall serve as Secre-  
tary and as Treasurer of the Corporation.

TENTH: (A) The Board of Directors shall have power to  
alter, amend and repeal the by-laws of the Corporation or adopt  
new by-laws for the corporation at any regular or special  
meeting of the Board, provided that the Board of Directors may  
not alter, amend, or repeal any by-law which establishes the  
number of directors, the time or place of stockholders' meeting,  
or what constitutes a quorum at such stockholders' meetings, or  
which was adopted by the stockholders and specifically provides

that it cannot be altered, amended or repealed by the Board of Directors.

(B) The stockholders may alter, amend, repeal the by-laws of the Corporation or adopt new by-laws for the Corporation at any annual meeting or at a special meeting called for the purpose, and all by-laws made by the directors may be altered or repealed by the stockholders.

IN WITNESS WHEREOF, we, the undersigned incorporators, have hereunto set our hands and seal on this 15<sup>th</sup> day of February, 1990.

*Frederic J. Grant* (SEAL)

(Incorporator)



JAN 29 1990

# OFFICE OF THE SECRETARY OF STATE

State of Alabama

**PERRY A. HAND**

SECRETARY OF STATE

## NAME RESERVATION CERTIFICATE

FOR

Snowy River Farms, Inc.

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, based upon an examination of the corporation records on file in this office, the corporate name "Snowy River Farms, Inc." is reserved as available.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of M. Fowler, P. O. Box 587, Columbiana, AL 35051 for a period of one hundred twenty days beginning January 23, 1990 and expiring May 24, 1990.

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 January 23, 1990.

Perry A. Hand  
Secretary of State



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# State of Alabama

SHELBY

## County

### CERTIFICATE OF INCORPORATION OF

SNOWY RIVER FARMS, 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 Snowy River Farms, 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 Snowy River Farms, Inc., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 15<sup>th</sup> day of February, 19 90.

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

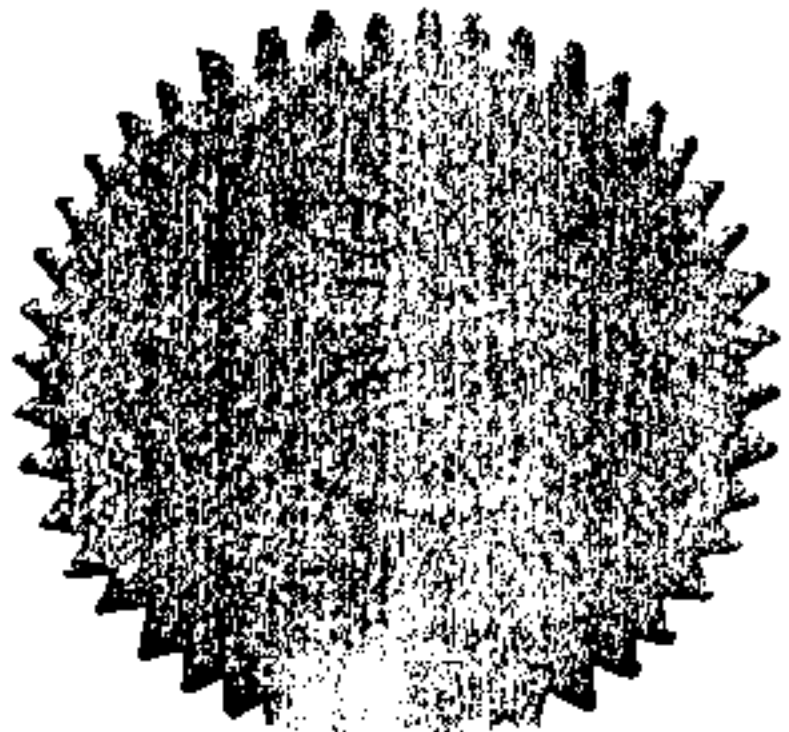
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*Thomas A. Jennings Jr.*  
JUDGE OF PROBATE

*Thomas A. Jennings Jr.*

Judge of Probate

3500  
300  
3800



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