

644

**ARTICLES OF INCORPORATION
OF
DAVID ENTERPRISES, INC.**

The undersigned, acting as incorporators of the corporation under the Code of Alabama, pursuant to the provisions of the Alabama Business Corporation Act of 1901, Act no. 80-633, adopts the following Articles of Incorporation.

FIRST

The name of the corporation is David Enterprises, Inc.

SECOND

The period of its duration is perpetual.

THIRD

The purpose or purposes for which the corporation is organized is to operate a "Sneaky Petes" franchise and other retail food outlets.

FOURTH

The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1,000) shares and all of such shares shall be with a \$1.00 par value.

The corporation, being a "small business", as defined by Section 1244(c)(2) of the Internal Revenue Code of 1954, as amended, shall be authorized to issue its common stock pursuant to a plan adopted in accordance with said provisions of Section 1244 of the Internal Revenue Code of 1954, as amended.

FIFTH

Provisions for the regulation of the internal affairs of the corporation are:

A. Subject to restrictions, if any, that are herein expressed and such restrictions, if any, as may be set forth in the By-Laws, the Board of Directors shall have the general management and control of the business and may exercise all of the corporation except such as may be by statute, or by the By-Laws as constituted and the time expressly conferred or reserved to the stockholders.

B. No contract or other transaction between the corporation and any other firm, association or corporation shall be effected or invalidated by the fact that any one or more of the Board of Directors of the Corporation is interested in or is a member, director or officer of such firm or corporation and any director or directors, individually or jointly, may be a party or parties to or may be interested in any contract or transaction of the corporation in which the corporation is interested; no contract, act or transaction of the corporation with any person, firm, association or corporation shall be effected or invalidated by the fact that any member of the Board of Directors of the corporation was a party or parties to or interested in such contract, act or transaction or in any way connected with such person, persons, firm, association, or corporation and each and every person who may become a member of the Board of Directors of this corporation is hereby relieved from any liability that might otherwise exist from contracting with a corporation for the benefit of himself or any firm, association or

or corporation in which he may be in any way interested.

C. This corporation shall have the power in accordance with the By-Laws, to acquire any or all of the shares owned and held by such shareholder as should desire to sell, transfer, or otherwise dispose of his shares in accordance with the By-Laws adopted by the shareholders of this corporation, provided the capital of the corporation is not impaired.

D. This corporation shall have the power to enter into, for the benefit of its employees, any one or more than one of the following:

1. Pension Plan.
2. A Profit Sharing Plan.
3. Deferred Compensation Plan.
4. Health Care Plan.
5. Any other requirement or incentive compensation plan.

SIXTH

The numbers of the directors constituting the initial Board of Directors of the Corporation is one (1) and the name and address of the person who is to serve as the Director at the first annual meeting of shareholders or until their successors are elected and shall qualify is:

<u>NAME</u>	<u>ADDRESS</u>
David Cooch	561 HWY 119 Alabaster, AL 35007

The address of the initial registered agent and registered office of the corporation is:

561 HWY 119, Alabaster, AL 35007

and the name of its initial registered agent is David Cooch.

SEVENTH

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
David Cooch	561 HWY 119 Alabaster, AL 35007

Dated this the 3 day of July, 1990.

David Cooch
David Cooch

BOOK 042 PAGE 98

STATE OF ALABAMA)
)
JEFFERSON COUNTY)

I, the undersigned, a Notary Public, do hereby certify that on this the 3rd day of July, 1990, personally appeared David Cooch, who, being my first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and the statements contained are true.


NOTARY PUBLIC

My Commission Expires:
November 19, 1992

This instrument was prepared by:

A. Allen Ramsey
HEAPS & RAMSEY
2019 3rd Avenue North
Birmingham, AL 3203

BOOK 042 PAGE 99



OFFICE OF THE SECRETARY OF STATE

State of Alabama

PERRY A. HAND

SECRETARY OF STATE

NAME RESERVATION CERTIFICATE

FOR

David Enterprises, 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 "David Enterprises, Inc." is reserved as available.

This domestic corporation name is proposed to be incorporated in Jefferson County and is for the exclusive use of Allen Ramsey, 2019 3rd Ave N., Birmingham, AL 35203 for a period of one hundred twenty days beginning June 21, 1990 and expiring October 20, 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 June 21, 1990.

Perry A. Hand
Perry A. Hand
Secretary of State

State of Alabama

Shelby County

CERTIFICATE OF INCORPORATION OF

David Enterprises, 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 David Enterprises, 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 David Enterprises, Inc., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 11th day of July, 19 90.


Thomas A. Shouder, Jr.
Judge of Probate

STATE OF ALABAMA
I CERTIFY THIS
INSTRUMENT WAS FILED
50 JUL 11 PM 1:35

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38.00