

ARTICLES OF INCORPORATION OF
RUSHING CORPORATION,
A CLOSE CORPORATION

ARTICLE I. NAME

The name of the corporation is Rushing Corporation, a close corporation. This is a close corporation as authorized by Alabama Code 1975, Section 10-2(a)-300 et seq.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual.

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is to deal in all manners and means in the ownership, sale, leasing, mortgaging or accepting mortgages of real property, and to transact any and all lawful business for which corporations may be incorporated under Section 10-2(a)-1 et seq. of the Code of Alabama, 1975, as amended.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is One Thousand (1,000), all of which shall be common shares with par value of One Dollar (\$1.00) per share.

ARTICLE V. LOCATION OF INITIAL REGISTERED OFFICE AND
NAME OF INITIAL REGISTERED AGENT

The street address of the initial registered office shall be
241 County Road 55, Wilsonville, Alabama, 35186

and the name of the initial registered agent at such
address shall be Karen Bearden.

Ja F. Byrd III -1-

ARTICLE VI. MATTERS RELATIVE TO THE CORPORATION
BEING A CLOSE CORPORATION

A. All of the issued shares of the capital stock of the corporation shall be subject to transfer restrictions as set forth in the By-Laws of the corporation which provide in essence that prior to the sale of any capital stock of the corporation to a non-shareholder, the selling shareholder must first offer the stock proposed to be sold to the corporation and if the corporation fails or refuses to purchase the said stock, then the stock must be offered to the remaining shareholders.

B. For purposes of determining the number of holders of record of the stock of this corporation, stock which is held in joint or common tenancy or by the entirety shall be treated as held by one shareholder.

C. The business of the corporation shall be managed by the shareholders of the corporation rather than by a Board of Directors.

ARTICLE VII.

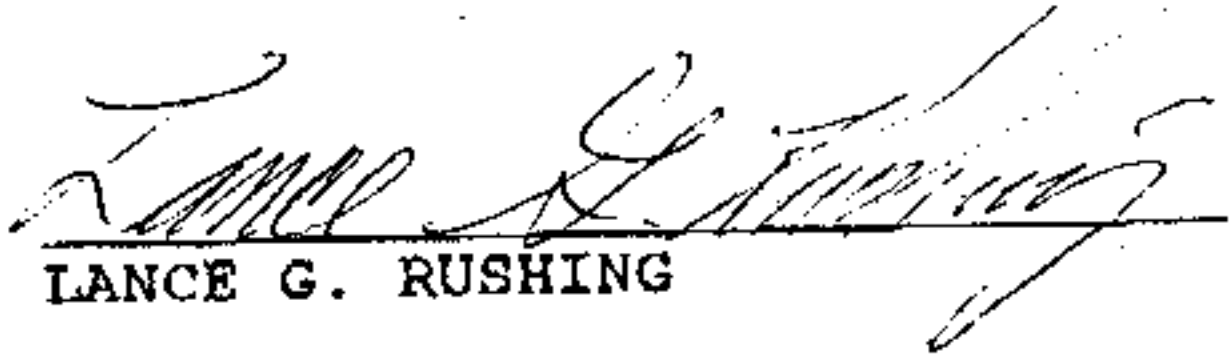
The name and address of the incorporator of this corporation is as follows:

Lance G. Rushing

c/o James F. Burford, III
Suite 200-A
100 Vestavia Office Park
Birmingham, Alabama 35216

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I, the undersigned, being the incorporator of Rushing Corporation, a close corporation, have subscribed my name this 5th day of September, 1990.

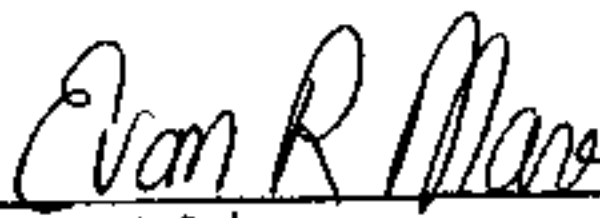

LANCE G. RUSHING

STATE OF FLORIDA)

COUNTY OF DADE)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Lance G. Rushing, whose name is signed to the foregoing Articles of Incorporation of Rushing Corporation, a Close Corporation, and who is known to me to be the party to the same, acknowledged before me on this day that, being informed of the contents of said Articles of Incorporation, he executed the same voluntarily on the day the same bears date and said Articles are the act and deed of the signer and the facts stated therein are true.

Given under my hand and official seal of my office on this 5th day of September, 1990.


Notary Public

My Commission Expires: _____

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP JULY 14, 1994
BONDED THRU GENERAL INS. UND.

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This Instrument Prepared By:
James F. Burford, III
Attorney at Law
Suite 200-A
100 Vestavia Office Park
Birmingham, Alabama 35216



OFFICE OF THE SECRETARY OF STATE

State of Alabama

PERRY A. HAND

SECRETARY OF STATE

NAME RESERVATION CERTIFICATE

FOR

Rushing Corporation

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 "Rushing Corporation" is reserved as available.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Jim Burford, 100 Vestavia Office Park, Birmingham, AL 35216 for a period of one hundred twenty days beginning August 22, 1990 and expiring December 21, 1990.

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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 August 22, 1990.

Perry A. Hand
Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

RUSHING CORPORATION

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 RUSHING CORPORATION, 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 RUSHING CORPORATION, and attaches hereto a duplicate original of the Articles of Incorporation.

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

Thomas A. Snowdrey
Judge of Probate

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

90 SEP 11 PM 12:14

Thomas A. Snowdrey
JUDGE OF PROBATE

Recd 35.00
Jud 3.00
38.00