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THIS DOCUMENT PREPARED BY:

✓ RICHARD L. WYATT
Attorney-at-Law
308 Jefferson Federal Building
Birmingham, Alabama 35203

STATE OF ALABAMA
JEFFERSON COUNTY

CERTIFICATE OF INCORPORATION
OF
AFFORDABLE CUSTOM HOMES, INC.

TO THE HONORABLE THOMAS SNOWDEN, JUDGE OF PROBATE,
SHELBY COUNTY, ALABAMA

We, the undersigned, desiring to become a body corporate, do hereby file the following Certificate of Incorporation, pursuant to the Laws of the State of Alabama, and the undersigned incorporators, do hereby make and subscribe their names to this Certificate.

ARTICLE I

The name of this Corporation shall be AFFORDABLE CUSTOM HOMES, INC., and is to be located at 50 Maple Street, Maylene, Alabama 35114, which is located in Shelby County, Alabama. It is the understanding and belief of the Incorporators that there is no corporation already organized and existing in the State of Alabama with a name similar to, or the same as, the name of AFFORDABLE CUSTOM HOMES, INC. It is also the understanding and belief of the Incorporators that there is no foreign corporation registered to do business within the State of Alabama with a name similar to, or the same as, the name of AFFORDABLE CUSTOM HOMES, INC. More particularly it is the understanding and belief of the Incorporators that there is no corporation in Shelby County, Alabama, whether domestic or foreign, with a name similar to or the same as AFFORDABLE CUSTOM HOMES, INC.

ARTICLE II

The duration of AFFORDABLE CUSTOM HOMES, INC., shall be deemed to be perpetual.

ARTICLE III

The corporation is formed for the purpose of residential and commercial construction. This Certificate of Incorporation shall in no way limit and/or restrict this corporation from going into any type of business as long as said business is legal, and as long as said business is not otherwise restricted by the Laws of the State of Alabama, or by the Laws of any state where the corporation may conduct its business.

In addition, this corporation shall have full power and authority to enter into a partnership with any person, partnership, or corporation; consolidate with any other corporation or merge with any corporation.

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The corporation shall have and may exercise any and all powers which a corporation incorporated under the Alabama Business Corporation Act may have and exercise. Without in any way limiting the foregoing, this corporation shall have the power to endorse, or otherwise guarantee, or become a surety with respect to, or obligate itself for, or without becoming liable therefore, nevertheless, to pledge or mortgage all or any part of its properties to secure the payment of the principal of, and interest on, or either thereof, any bonds, including construction or performance bonds, debentures, notes, scrip, coupons, contracts or other obligations or evidences of indebtedness, or the performance of any contract, lease, construction, performance or other bond, mortgage, or obligation of any other corporation or association, domestic or foreign, or of any firm, partnership, joint venture, or other person whatsoever, in which this corporation may have a lawful interest, or on account of, or with respect to, any transaction in which this corporation shall receive any lawful consideration, advantage or benefit, on any account whatsoever. Irrespective of any other profit, consideration, if any, irrespective of the relative net worth of the corporations, associations, or persons involved, and of the relative amounts of obligations involved, this corporation shall be deemed to have a lawful interest in any corporation, association, or person (A) which owns stock in this corporation, or (B) which owns stock in another corporation, which owns stock in this corporation, or (C) in which this corporation owns stock, or (D) in which another corporation owns stock which also owns stock in this corporation, or (E) in which any one or more persons who own stock in this corporation also own stock, or (F) which or who has entered into any contractual arrangement pursuant to which any such corporation or person undertakes corresponding or like obligations of endorsement, guarantee, or suretyship, with respect to all or any such obligations, evidences of indebtedness, or contracts of this corporation, or which may engage with this corporation, in the conduct of any joint venture or enterprise, or in the use of common facilities or services.

ARTICLE IV

The total number of shares which the corporation shall have authority to issue shall be 100 shares. These shares of stock are (\$1.00) per share and are to be par-value common stock. The corporation is to issue all 100 shares of stock at the time of the commencement of business which is to total the sum of one hundred dollars (\$100.00). If new stock certificates are issued by the corporation, the stockholders which are stockholders at the date of the issuance of said stock, shall have a pre-emptive right to purchase said newly issued stock.

ARTICLE V

The principle initial registered office of AFFORDABLE CUSTOM HOMES, INC., shall be located at 50 Maple Street, Maylene, Alabama 35114, which is located in Shelby County, Alabama. The designated agent for the corporation at said address, shall be Jimmy Leon McBrayer.

ARTICLE VI

The person or agent designated by the Incorporators to receive subscriptions and to be the registered agent for the process of service shall be: Jimmy Leon McBrayer, 50 Maple Street, Maylene, Alabama 35114.

ARTICLE VII

The Incorporator of AFFORDABLE CUSTOM HOMES, INC. is:

Jimmy Leon McBrayer
50 Maple Street
Maylene, Alabama 35114

ARTICLE VIII

The Director of AFFORDABLE CUSTOM HOMES, INC., is:

Jimmy Leon McBrayer
50 Maple Street
Maylene, Alabama 35114

ARTICLE IX

The officer for the first of AFFORDABLE CUSTOM HOMES, INC., is:

PRESIDENT/TREASURER/SECRETARY
Jimmy Leon McBrayer
50 Maple Street
Maylene, Alabama 35114

ARTICLE X

Within thirty (30) days after becoming a corporation, there shall be a meeting of the Board of Directors to discuss the operation of AFFORDABLE CUSTOM HOMES, INC. The Board of Directors meeting may be called from time to time as set forth in the By-Laws. A notice shall be sent out to each one of the Directors at least ten (10) days in advance of said meeting, and said notice shall contain the date, time, place, and purpose of said meeting. The Directors may, at their discretion, waive the presentment of notice, and may waive the ten (30)

day notice requirement. The Board of Directors meetings shall take place from time to time thereafter, as necessary, but there must be at least one (1) Board of Directors meeting during each calendar year. This Board of Director's meeting must be scheduled at a time so as not to be in conflict with any stockholder's meeting.

ARTICLE XI

The Board of Directors may, from time to time, call stockholders meetings for the purpose of conducting the business of AFFORDABLE CUSTOM HOMES, INC., as is required by this Certificate of Incorporation. There shall be at least one (1) stockholders meeting called during each calendar year.

ARTICLE XII

Provisions for the regulation of the internal affairs of the corporation are set forth in the By-Laws of the corporation. Any other terms, conditions and/or restrictions upon this corporation, shall be set forth in the By-laws adopted by the Board of Directors. By-laws may be submitted for approval from time to time as is necessary. The By-laws shall govern the day to day operations of the corporation, and may be changed, amended, or rescinded, as necessary.

ARTICLE XIV

By filing this Certificate of Incorporation, AFFORDABLE CUSTOM HOMES, INC. has agreed to accept and be responsible for any and all contracts entered into by the incorporators on behalf of the corporation or business prior to the filing of the Certificate of Incorporation being filed. In addition, AFFORDABLE CUSTOM HOMES, INC., agrees to assume and be responsible for any and all debts incurred by the incorporators on behalf of the corporation or business prior to the filing of this Certificate of Incorporation.

ARTICLE XV

Even though the corporation has agreed to be responsible for any and all contracts entered into by the incorporators prior to the filing of this Certificate of Incorporation, the corporation shall not accept and be responsible for any other contracts entered into for the benefit of the corporation, unless said contracts have been duly executed and/or signed by at least two (2) officers of the corporation. Any contracts entered into on behalf of, or for the benefit of, the corporation shall not be binding upon the corporation unless said contracts have been duly executed and/or signed by the President and one (1) other officer. Said contracts shall not be binding upon any party unless said contracts are duly executed and/or signed as provided above.

ARTICLE XVI

AFFORDABLE CUSTOM HOMES, INC., shall commence business as a corporation upon the filing of this Certificate of Incorporation.

ARTICLE XVII

Should any of the stockholders of the corporation decide to sell their stock in the corporation, the first option to purchase said stock shall be given to the out-standing stockholders, exclusively. Should they not accept said option to purchase within sixty (60) days after receipt of notice of intent to sell, the stockholder is free to sell his stock to anyone he or she chooses. Said option to purchase shall be put in writing.

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In order to allow other stockholders the right to exercise this pre-emptive right to purchase stock, the stockholder must notify all other stockholders in writing by certified mail that he or she desires to sell his or her stock. This stock must be offered to the other stockholders at the fair market value of said stock at that time. If none of the stockholders exercise their pre-emptive right to purchase said stock within sixty (60) days from the date on said notice, the stockholder may sell said stock to anyone he desires and for any price he wishes. The stock shall be offered to the remaining stockholders on a prorata basis. Any stock not sold on the the first pre-emptive sale shall be offered to the remaining stockholders on a prorata basis until all stockholders decline to purchase the balance of the outstanding stock.

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We, the subscribers, do hereby agree and state that we have read the preceeding Certificate of Incorporation, and do hereby agree to the terms set out herein.


JIMMY LEON McBRAYER
PRESIDENT/TREASURER/SECRETARY

SUBSCRIPTION LIST

I, the undersigned, do hereby subscribe for the number of shares in the amount and payable as set out opposite my name of the capital stock of AFFORDABLE CUSTOM HOMES, INC., a coporation being organized under the Laws of the State of Alabama.

SUBSCRIBER	NUMBER OF SHARES	CONSIDERATON
Jimmy Leon McBrayer	100	\$100.00

STATE OF ALABAMA)
JEFFERSON COUNTY)

Before me, the undersigned authority, a Notary Public in and for said county and state, personally appeared, Jimmy Leon McBrayer who is known to me and being first duly sworn, deposes and says that he is the person designated by the Incorporators to receive subscriptions to the capital stock of the corporation and that the above and foregoing is the subscription list of the incorporators thereof, and that each of said incorporators have paid in full for such shares of stock as set opposite the names of the said subscribers on said subscription list in the manner therein described.

Jimmy Leon McBrayer
JIMMY LEON MCBRAYER

Sworn and Subscribed to before me on this the 2nd day of October, 1990.

Charles D. McCombs
Notary Public



OFFICE OF THE SECRETARY OF STATE

State of Alabama

PERRY A. HAND

SECRETARY OF STATE

NAME RESERVATION CERTIFICATE

FOR

Affordable Custom Homes, 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 "Affordable Custom Homes, Inc." is reserved as available.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Richard Wyatt, 308 Jefferson Federal Bldg., Birmingham, AL 35203 for a period of one hundred twenty days beginning August 30, 1990 and expiring December 29, 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 August 30, 1990.

Perry A. Hand
Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

AFFORDABLE CUSTOM HOMES, 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 AFFORDABLE CUSTOM HOMES, 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 AFFORDABLE CUSTOM HOMES, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 25th day of OCTOBER, 19 90.

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

90 OCT 25 AM 10:28

JUDGE OF PROBATE

Thomas A. Snowden, Jr.

Judge of Probate

Rec 35.00
Jud 3.00
38.00

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