

ARTICLES OF INCORPORATION
OF
CELESTIAL CONCEPTS, INCORPORATED

The undersigned acting as 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 **CELESTIAL CONCEPTS, INCORPORATED.**

SECOND: The period of its duration is perpetual.

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

(a) To market ecologically safe products and services;

(b) to make contracts, guarantees, and indemnity agreements and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage, pledge of, or creation of security interests in any of its obligations by mortgage, pledge of, or creation of security interests in any of its property or any interest therein.

W. Wayne Causey

(c) To conduct its business, carry on its operations and have offices and exercise its powers within or without the State of Alabama.

(d) To have and exercise all powers necessary or convenient to effect its purposes.

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

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The foregoing clauses in this paragraph shall be construed as objects and purposes of the corporation in addition to any powers specifically conferred upon the corporation by law, and it is hereby expressly provided that the foregoing specific enumeration of powers shall not be held to limit or restrict in any manner the powers of the corporation otherwise granted by law.

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

FIFTH: The corporation shall have the authority to apply to the Internal Revenue Service for treatment as a "Subchapter S"

corporation.

SIXTH: The address of the initial registered office of the corporation is Route 1 Box 355, Calera, Alabama 35040, and the name of its initial registered agent at such address is DEWEY BRUCE GLENN.

SEVENTH: The number of 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 director until the first annual meeting of the shareholders or until his successor or successors are elected and shall qualify is DEWEY BRUCE GLENN, Route 1 Box 355, Calera, Alabama 35040.

EIGHTH: The name and address of the incorporator is DEWEY BRUCE GLENN, Route 1 Box 355, Calera, Alabama 35040.

Dated this the 8th day of JANUARY, 1991.

Dewey Bruce Glenn
DEWEY BRUCE GLENN
Incorporator

This instrument prepared by:

V. Wayne Causey
Attorney at Law
P. O. Drawer D
Calera, Alabama 35040
(205) 668-0753

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VERIFIED STATEMENT RELATIVE TO SUBSCRIPTION TO CAPITAL STOCK OF
CELESTIAL CONCEPTS, INCORPORATED

STATE OF ALABAMA
COUNTY OF SHELBY

Before me, the undersigned, a Notary Public in and for
said County and State, personally appeared DEWEY BRUCE GLENN, who,
being first duly sworn, deposes and says as follows:

That he is the agent or person designated by the
incorporator of Celestial Concepts, Incorporated, a proposed
corporation, to receive the subscriptions to the capital stock of
said corporation.

That, as shown by the subscription list attached hereto
and marked as Exhibit "A", the amount of the capital stock paid in
is One Thousand and No/100 (\$1,000.00) Dollars, which said amount
is more than the minimum amount required by law.

That the said Dewey Bruce Glenn, as agent for the said
incorporator, has been paid in cash and/or contributions to the
capital assets and none of the capital stock subscribed has been
paid in by contracts in writing calling for the performance of
stipulated labor or services.

STATE OF ALABAMA
COUNTY OF SHELBY

Sworn to and subscribed before me on this 8th day of
JANUARY . 1991.

Dewey Bruce Glenn
DEWEY BRUCE GLENN

[Signature]
Notary Public

My Commission Expires 6-2-91

EXHIBIT "A"

SUBSCRIPTION LIST TO CAPITAL STOCK OF CELESTIAL CONCEPTS,
INCORPORATED

STATE OF ALABAMA

COUNTY OF SHELBY

I, the undersigned, do hereby subscribe for and agree to take and pay for in cash and/or contributions to capital assets, the amount of stock set opposite my name, said stock to be issued by an Alabama corporation to be styled "Celestial Concepts, Incorporated" and with its principal office to be located in Shelby County, Alabama, it being further understood and agreed by me that said stock will be paid for by the undersigned incorporator of said Alabama corporation upon the formation of the same.

Common stock is One (\$1.00) Dollar per share.

NAME OF SUBSCRIBER	NO OF SHARES OF COMMON STOCK SUBSCRIBED FOR	CONSIDERATION
DEWEY BRUCE GLENN	1,000	\$1,000.00

Done this 8th day of JANUARY, 1991.

Dewey Bruce Glenn
DEWEY BRUCE GLENN

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OFFICE OF THE SECRETARY OF STATE

State of Alabama

PERRY A. HAND

SECRETARY OF STATE

NAME RESERVATION CERTIFICATE

FOR

Celestial Concepts, Incorporated

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 "Celestial Concepts, Incorporated" is reserved as available.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Bruce Glenn, Rt. 1 Box 355, Calera, AL 35040 for a period of one hundred twenty days beginning October 1, 1990 and expiring January 30, 1991.



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 October 1, 1990.

Perry A. Hand
Secretary of State

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State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

CELESTIAL CONCEPTS, INCORPORATED

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 CELESTIAL CONCEPTS, INCORPORATED, 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 CELESTIAL CONCEPTS, INCORPORATED, and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 9th day of

JANUARY, 19 91

Thomas A. Snowden, Jr.

Judge of Probate

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

91 JAN -9 PM 12:36

JUDGE OF PROBATE

Rec 35.00
Fees 3.00
38.00