

ARTICLES OF INCORPORATION  
OF  
ROYAL REINSURANCE INVESTMENT GROUP, INC.

The undersigned, acting as the sole 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 Royal Reinsurance Investment Group, Inc.

SECOND: The period of its duration is perpetual.

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

(a) To invest in, purchase, sell, lease, acquire, or otherwise deal in real property within the continental United States;

(b) To render to others, and to engage in the business of rendering to others, consulting, advisory, administrative, industrial engineering, accounting, bookkeeping and other services of every nature, kind and character, which a corporation may legally render;

(c) To engage in any industrial, manufacturing, mining, merchantable, trading, agricultural, service, or other lawful business of any kind or character whatsoever;

(d) To act as agent, representative, or receiver of any person, firm, corporation, or governmental entity or instrumentality in respect to any lawful undertaking or transaction;

(e) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real or personal property, or any interest therein;

(f) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, corporations, associations, partnerships, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof.

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Wallace Brooke & Byer  
R.K. 1/1, Suite 505

(g) To lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested; and,

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

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is One Hundred (100) shares of common stock of the par value of One Dollar (\$1.00) per share.

FIFTH: The address of the initial registered office of the corporation is 100 Corporate Ridge, Birmingham, Alabama 35242, and the name of its initial registered agent at such address is Richard A. Franey.

SIXTH: The number of directors constituting the initial board of directors of the corporation is three (3) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
John H. Shields, II	3800 University Drive, N.W. Huntsville, Alabama 35805
Edwin W. Mugford	8200 Broad Street Richmond, Virginia 23229
David R. Belcher	3010 Columbiana Road Vestavia Hills, Alabama 35216

SEVENTH: The name and address of each incorporator is:

Name

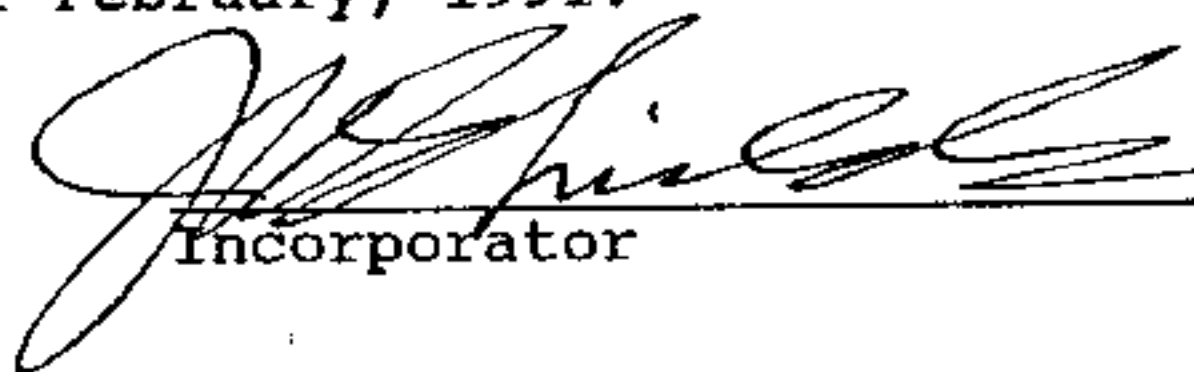
Address

John H. Shields, II

3800 University Drive, N.W.  
Huntsville, Alabama 35805

EIGHTH: No shareholder of the corporation shall be entitled as a matter of right to subscribe for, purchase, receive or acquire as a pre-emptive right any shares of stock, or other securities convertible into stock, of the corporation which it may issue, or sell, whether out of the number of shares thereof now or hereafter authorized or out of shares now or hereafter held in its treasury, but all such additional shares of stock or other securities may be issued or disposed of by the Board of Directors to such persons and upon such terms as in its absolute discretion it may deem advisable.

Dated this 18th day of February, 1991.

  
Incorporator



# STATE OF ALABAMA

I, Billy Joe Camp, 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, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Royal Reinsurance Investment Group, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of David Byers Jr., Southbridge Pkwy Suite 525, Birmingham, AL 35209 for a period of one hundred twenty days beginning February 19, 1991 and expiring June 20, 1991.

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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 this day.

February 19, 1991

Date

*Billy Joe Camp*

# State of Alabama

SHELBY

County

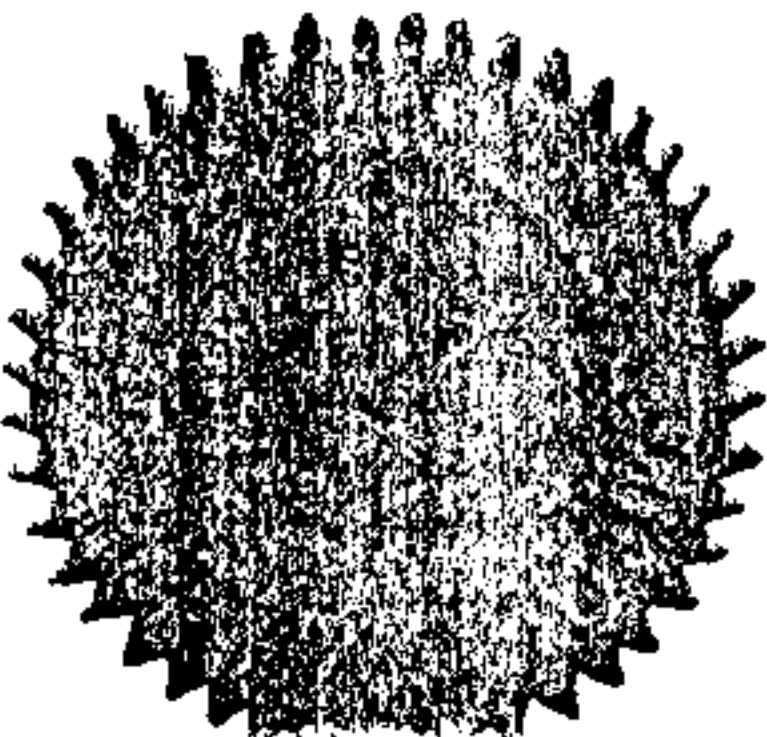
## CERTIFICATE OF INCORPORATION OF

ROYAL REINSURANCE INVESTMENT GROUP, 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 ROYAL REINSURANCE INVESTMENT GROUP, 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 ROYAL REINSURANCE INVESTMENT GROUP, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 19th day of February, 19 91



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

1991 FEB 19 PM 3:03

*Thomas A. Snowden, Jr.*  
JUDGE OF PROBATE

*Thomas A. Snowden, Jr.*

Judge of Probate

Rec 35.00  
Jud 3.00  
38.00