

ARTICLES OF INCORPORATION
OF
HEATHEREDGE DEVELOPMENT, INC.

1. The name of the corporation is Heatheredge Development, Inc.
2. The period of its duration is perpetual.
3. The purpose or purposes for which the corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act, including without limitation, to purchase, own, hold, develop and sell real property, improved and unimproved, or any interest therein or easement thereon; to purchase lands and subdivide the same into subdivisions or lots; to loan money upon real property and to accept secured and unsecured notes as collateral for same; to execute notes, deeds of trust, mortgages, and chattel mortgages; to enter into leases as landlord or tenants; to perform or do any act customarily performed or done by a subdivider or real property developer; to invest in and hold for investment any real property, shares of stock, bonds, government, private, or corporate; and to exchange and enter into agreements of exchange of one parcel of real property for another parcel of real property.
4. The aggregate number of shares of capital stock which the corporation shall have authority to issue is 1,000 shares of common stock, par value of \$1.00 per share.
5. The location and mailing address of the initial registered office of the corporation is 6257 Victoria Drive, Pelham, Shelby County, Alabama 35124 and the name of its initial registered agent at this address is Susan G. Tucker.
6. The number of directors constituting the initial board of directors of the corporation is one, and the name and address of the person who is to serve as director until the first annual meeting of shareholders and until their successors are elected and shall qualify are as follows:

<u>Name</u>	<u>Address</u>
Susan G. Tucker	6257 Victoria Drive Pelham, Alabama 35124

7. The name and address of the incorporator of the corporation is Susan G. Tucker, 6257 Victoria Drive, Pelham, Alabama 35124.

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Courtney Mason

8. Each shareholder shall have a pre-emptive right to purchase shares of any class of capital stock of the corporation, including treasury shares.

9. The corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge and transfer or otherwise acquire, hold, own, pledge and transfer or otherwise dispose of its own shares. Purchases by the corporation of its own shares, whether direct or indirect, may be made to the extent of unreserved and unrestricted earned surplus and capital surplus of the corporation available therefor.

The undersigned, acting as the incorporator of the corporation named herein in accordance with the Alabama Business Corporation Act, execute these Articles of Incorporation this the 23rd day of April, 1991.

Susan G. Tucker
SUSAN G. TUCKER

State of Alabama)

County of Shelby)

I, the undersigned, a Notary Public in and for said County and said State, hereby certify that Susan G. Tucker whose name is signed to the foregoing Articles of Incorporation and who is known to me, acknowledge before me on this day that, being informed of the contents of the said Articles of Incorporation, she executed the same voluntarily on the day the same voluntarily on the day the same bears date.

Given under my hand and official seal this the 23rd day of April, 1991.

Alan Wade

Notary Public

My commission expires: 1/5/92

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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:

Heatheredge Development, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Courtney Mason, 100 Concourse Pkwy, Birmingham, AL 35244 for a period of one hundred twenty days beginning April 18, 1991 and expiring August 17, 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.

April 18, 1991

Date

Billy Joe Camp

Secretary of State

State of Alabama

Shelby

County

CERTIFICATE OF INCORPORATION
OFHeatheredge Development, 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 Heatheredge Development, 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 Heatheredge Development, Inc., and attaches

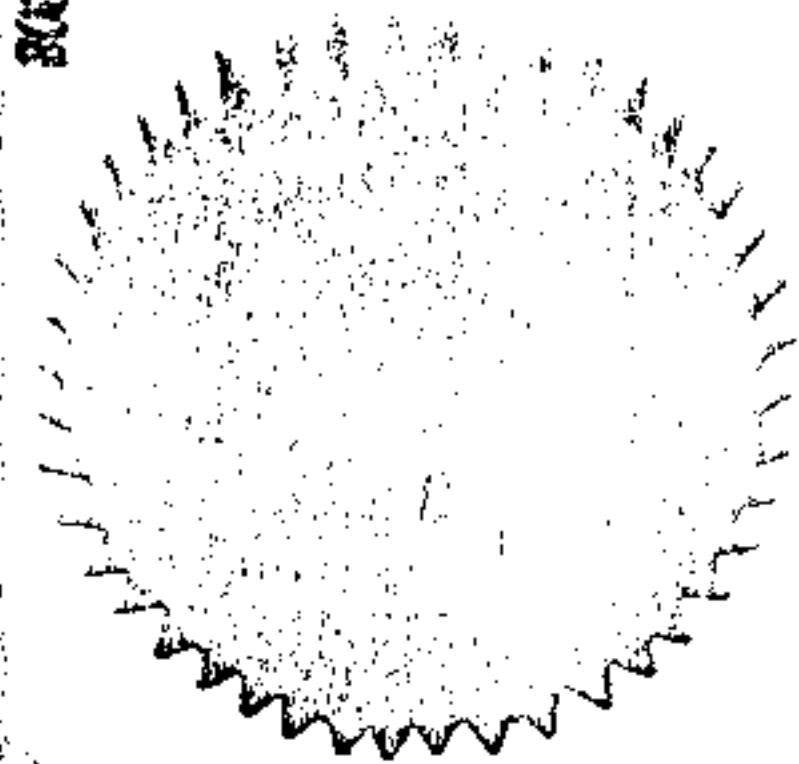
hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 1st day of May, 19 91

Thomas A. Snowden, Jr.
Judge of Probate

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CLERK OF PROBATE



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