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Do not write above this line. For County and State use.

Articles of Incorporation of

✓ STERN LAURX INC.

Pursuant to the provisions of the Alabama Business Corporation Act, the undersigned hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is

STERN LAURX INC.

Article II

Duration

The duration of the corporation is perpetual.

Article III

Purpose(s)

The corporation has been organized for the following purpose(s):

THE PURPOSES FOR STERN LAURX INC. ARE CONTINUED ON THE FOLLOWING

PAGE.

and the transaction of any or all lawful business for which corporations may be incorporated under this chapter.

Article IV

Authorized Capital Stock

The number of shares which the corporation shall have the authority to issue is ONE HUNDRED THOUSAND and the par value of each share shall be "NO PAR VALUE" for a total authorized capital of "NO PAR VALUE". If the shares are to be without par value, then "no par value" should be stated.

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105 Meadowcroft Cir.
D'Armon, AL 35242

Article III

Purpose(s)

The Corporation has been organized for the following purpose(s)

To develop, operate, and engage in a dental, legal, medical, optical, automotive, and merchandising Referral Services and to sell memberships in the referral services.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objectives expressed above.

Article V
Registered Office/Agent

The location and street address (law requires a street address) of its initial registered office is _____
105 MEADOW CROFT CIRCLE BIRMINGHAM AL. SHELBY COUNTY
and the name of it's initial registered agent at such address is PHILLIP C. LAURX

Article VI
Board of Directors

The names and addresses of the initial Board of Directors are:

<u>VICTOR G. STERN</u>	<u>124 MEADOW CROFT CIRCLE B'HAM, AL. 35242</u>
<u>PHILLIP CHARLES LAURX</u>	<u>105 MEADOWS CROFT CIRCLE B'HAM, AL. 35242</u>
_____	_____

Article VII
Incorporators

The names and addresses of the incorporators are as follows:

<u>VICTOR G. STERN</u>	<u>124 MEADOW CROFT CIRCLE, B'HAM, AL. 35242</u>
<u>PHILLIP CHARLES LAURX</u>	<u>105 MEADOW CROFT CIRCLE B'HAM, AL. 35242</u>
_____	_____

Any provision, not inconsistent with the law, for the regulation of the internal affairs of the corporation or for the restriction of the transfer of shares may be added.

IN WITNESS THEREOF, the undersigned incorporator(s) have executed these Articles of Incorporation, of this, the ELEVENTH day of JANUARY, 19 92

Phillip Charles Laurx
Victor G. Stern

THIS DOCUMENT PREPARED BY:

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:

Stern Laurx, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Phil Laurx, 105 Meadow Croft Circle, Birmingham, AL 35242 for a period of one hundred twenty days beginning January 7, 1992 and expiring May 7, 1992.

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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.

January 7, 1992

Date

Billy Joe Camp

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

STERN LAURX, 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 STERN LAURX, 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 STERN LAURX, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 13th day of JANUARY, 19 92

Thomas A. Snowden, Jr.

Judge of Probate

92 JAN 13 AM 11:25

JUDGE OF PROBATE

Rec 35.00
Jud 3.00
38.00

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