

**ARTICLES OF INCORPORATION
of
David Building Co., Inc.**

TO THE HONORABLE JUDGE OF SHELBY COUNTY, ALABAMA

I, the undersigned, desiring to form a corporation under the laws of the State of Alabama, do hereby adopt the following Articles of Incorporation.

ARTICLES I.

NAME

The name of the corporation shall be David Building Co., Inc.

ARTICLE II.

PURPOSES AND POWERS

Section 2.01. PURPOSES. The purposes for which the corporation is formed are to do any and all of the things hereafter set forth, to the same extent as natural persons might or could do in any part of the world, namely:

- (a) **Principal Purposes.** To engage in the practice of home building and home construction in the State of Alabama.
- (b) **Ancillary Purposes.** To do everything necessary, proper, advisable, or convenient for the accomplishment of the foregoing purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Alabama Business Corporation Act, by other law or by these Articles of Incorporation.

Section 2.02. **POWERS.** To carry out the purposes hereinabove set forth, the corporation shall have and exercise all the powers conferred on it by the laws of the State of Alabama, including, but not limited to, the following:

To have and exercise all the powers specified in the Alabama Business Corporation Act;

To enter into, make, perform and carry out, or cancel and rescind contracts for any lawful arrangements for sharing profits or providing pensions to its employees;

To enter into any general or limited partnership or joint venture, the purpose of which is similar to the purposes hereinabove set forth in this article;

To purchase, take, receive, or otherwise acquire, hold, own, pledge, transfer or otherwise dispose of its own shares, with the right to purchase its own shares, whether direct or indirect, to the extent of its capital surplus available thereof;

To make any guaranty respecting stocks, dividends, securities, indebtedness, interest, contracts or other obligations created by any individual, partnership, association, corporation, or other entity, to the extent that such guaranties are made in pursuance to the purposes set forth in the article;

To acquire (by purchase, exchange, lease, hire, or otherwise), hold, own, improve, manage, operate, let as lessor, sell, convey or mortgage, either along or in conjunction with others, real estate of every kind, character, and description whatsoever or any interest therein;

To acquire (by purchase, exchange, lease, hire or otherwise), hold, own, manage, operate, mortgage, pledge, give as security, exchange, sell, deal in and dispose of, either alone or in conjunction with others, personal property, tangible or intangible, and commodities of every kind, character, and description whatsoever or any interest in them;

To acquire (by application, assignment, purchase, exchange, lease, hire or otherwise), hold, own, use, license, lease and sell, either along or in conjunction with others, the absolute or any partial or qualified interest in and to invention, improvements, letters patent and applications for them, licenses, privileges, processes, copyrights and application therefor, trademarks and applications for them, and trade names and applications for them;

To acquire (by the purchase, exchange, lease, hire or otherwise), hold, own, use, assign, lease, sell, convey, or mortgage, either alone or in conjunction with others, the rights, property, and business of any domestic or foreign corporations, associations, partnerships, individuals, or other entities;

To borrow or raise monies from time to time, without limit as to amount; to execute, accept, endorse, and deliver, as evidence of such borrowing, all kinds of securities, including, but without limiting the generality thereof, promissory notes, drafts, bills of exchange, bonds, debentures, and other negotiable or nonnegotiable instruments and evidences of indebtedness; and to secure the payment and performance of the obligations thereunder by mortgage on, pledge of, or other security interest in the whole or any part of the assets of the corporation, whether at the time owned or afterward acquired;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To indemnify any person made a party to any action, suit, or proceeding, whether civil or criminal, by reason of the fact that he, his testator or intestate, is or was a director, officer, or employee of the corporation, or of any corporation which he served in such capacity at the request of the corporation, against the reasonable expenses, including attorney's fees, actually and reasonably incurred by him in connection with the defense of the action, suit, or proceeding, or in connection with any appeal in it, and to reimburse

any such person any amount paid upon any judgment or in the reasonable costs of settlement of any such action, suit or proceedings; but to make no indemnification or reimbursement on relation to matters as to which it shall be finally adjudged in this action, suit, or proceeding that the director, officer, or employee is liable for gross negligence or willful misconduct in the performance of duty to the corporation

To do all and everything necessary, suitable, or proper for the accomplishment of any of the enumerated purposes or any other purposes which the directors may deem advantageous for the corporation, the attainment of any of the objects or the furtherance of any powers hereinabove set forth, either alone or in conjunction with other corporations, firms or individuals, and either as principals or as agents, and to do every act or acts, thing or things, incidental or pertinent to or growing out of or connected with the aforesaid objects, purposes or powers or any of them.

The foregoing enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of the corporation, and the enjoyment and exercise thereof, conferred by the laws of the State of Alabama.

ARTICLE III.

REGISTERED AGENT AND OFFICE

The registered agent of the corporation shall be Mark David and the registered office of the corporation in the State of Alabama shall be located at 3057 Brook Highland Drive, Birmingham, Alabama 35242.

ARTICLE IV.

CAPITAL STOCK

Section 4.01. AUTHORIZED CAPITAL. The total amount of the authorized

capital stock of the corporation shall be 1000 shares of common stock of the par value of \$1.00 each, being \$1,000.00 authorized capital stock. All of said stock shall be common stock and none shall be preferred stock, or of a different class.

ARTICLE V.

INCORPORATION

The name and address of the incorporator is as follows:

NAME

MARK DAVID

ADDRESS

3057 Brook Highland Drive
Birmingham, Alabama 35242

ARTICLE VI.

DIRECTORS

Section 6.01. NAMES AND ADDRESSES. The names and addresses of the directors appointed to serve for the first year until their successors are elected and assume office are as follows:

NAME

MARK DAVID

ADDRESS

3057 Brook Highland Drive
Birmingham, Alabama 35242

ARTICLE VII.

OFFICERS

The names, post office addresses of the officers appointed to serve for the first year until their successors are elected and assume office and the office to which they have been chosen are as follows:

NAME

MARK DAVID

ADDRESS

3057 Brook Highland Dr.,
Birmingham, Alabama 35242

OFFICE

PRESIDENT

LISA DAVID

3057 Brook Highland Dr.,
Birmingham, Alabama 35242

SECRETARY/
TREASURER

ARTICLE VIII.

DURATION

The duration of the corporation shall be perpetual.

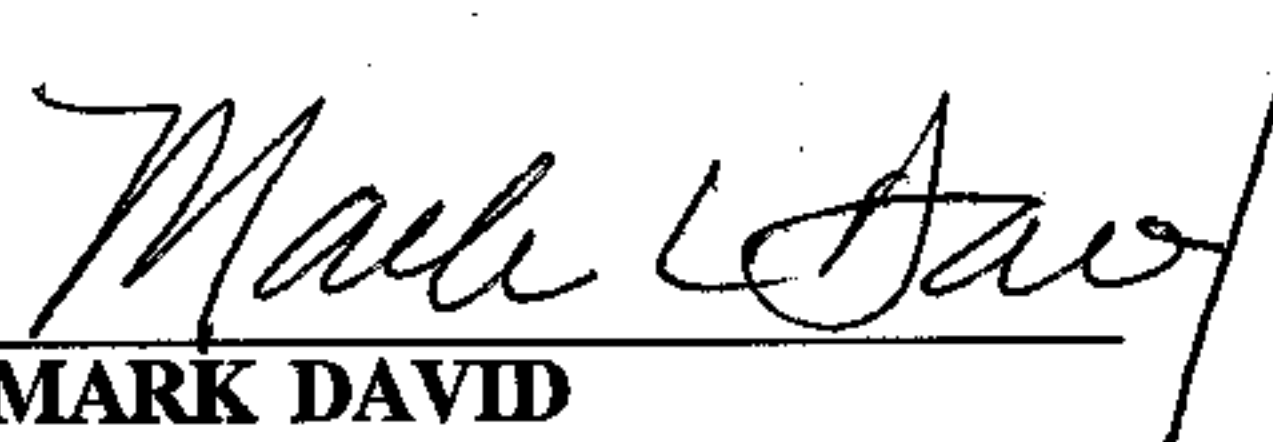
ARTICLE IX.

MISCELLANEOUS

The dates on which the stockholders' annual meeting shall be held, the number of directors and their terms of office, and the term of office of the officers, and the powers and duties of the officers shall be fixed by the bylaws of the corporation. The stockholders shall have power to make bylaws for the regulation and government of the corporation, its agents, servants, officers and for all other purposes not in conflict with the laws of the State of Alabama.

IN WITNESS WHEREOF, the incorporator has executed this instrument on this
___ day of July, 1992.

INCORPORATOR:


MARK DAVID

This instrument prepared by:

**Roderick K. Nelson
Lamar, Nelson & Miller. P.C.
1600 Financial Center
505 20th Street North
Birmingham, Alabama 35203
(205) 326-0000**

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:

David Building Co., Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Rod Nelson, 505 North 20th Street, Birmingham, AL 35203 for a period of one hundred twenty days beginning June 11, 1992 and expiring October 10, 1992.



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.

June 11, 1992

Date

Billy Joe Camp

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

DAVID BUILDING CO., 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 DAVID BUILDING CO., 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 DAVID BUILDING CO., INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 28th day of JULY, 19 92.

Thomas A. Snowden, Jr.

Judge of Probate

Inst # 1992-15280

07/28/1992-15280
01:23 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
008 MCD 88.00

