

This Instrument Prepared By:

Howard Donovan, Esq.
1 Independence Plaza
Suite 510
Birmingham, Alabama 35209

Inst # 1992-15775

ARTICLES OF INCORPORATION
OF
LAKE HEATHER DEVELOPMENT CO., INC.

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, for the purpose of forming a corporation under the Alabama Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation is Lake Heather Development Co., Inc.

ARTICLE TWO
DURATION

The term of existence of the Corporation is perpetual.

ARTICLE THREE
PURPOSE

The purpose for which the Corporation is formed are as follows:

1. To buy and sell real property in Alabama and other places within the United States of America.
2. To engage in the transaction of any and all lawful business for which corporations may be incorporated under the Alabama Business Act.

**ARTICLE FOUR
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 5104 Cyrus Circle, Birmingham, Alabama 35242, and the name of the initial registered agent at such address is Charles Givianpour.

**ARTICLE FIVE
CAPITAL**

The aggregate number of shares which the Corporation has the authority to issue is 1,000, all of which shall be common shares with par value of \$1.00 per share.

**ARTICLE SIX
DIRECTORS**

There shall be three (3) Directors constituting the initial Board of Directors. The names and addresses of such persons who are to serve until the first annual meeting of shareholders, or until his successor is elected and qualified, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Charles Givianpour	5104 Cyrus Circle Birmingham, Alabama 35242

**ARTICLE SEVEN
INCORPORATORS**

The name and address of the incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Charles Givianpour	5104 Cyrus Circle Birmingham, Alabama 35242

**ARTICLE EIGHT
RIGHT TO AMEND PROVISIONS IN ARTICLES**

The Corporation reserves the right from time to time to amend, alter or repeal any provision contained in these Articles of Incorporation or to add one or more additional provisions in the manner now or hereafter prescribed by statute by a vote of two-thirds (2/3) of the issued and outstanding shares of the Corporation (excluding treasury shares), all rights conferred on shareholders herein are granted subject to this reservation.

**ARTICLE NINE
PREEMPTIVE RIGHTS**

No Shareholder, by virtue of being a shareholder, shall enjoy any preemptive rights with regard to purchase of stock.

3rd **IN WITNESS WHEREOF**, the undersigned has hereunto set his hand and seal on this day of August, 1992.

[SEAL]

C.S.G.
Charles Givianpour
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:

Lake Heather Development Co., Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Howard Donovan, One Independence Plaza, Birmingham, AL 35209 for a period of one hundred twenty days beginning July 30, 1992 and expiring November 28, 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.

July 30, 1992

Date

A handwritten signature in dark ink, appearing to read 'Billy Joe Camp', written over a horizontal line.

Billy Joe Camp

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF LAKE HEATHER DEVELOPMENT 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 LAKE HEATHER DEVELOPMENT 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 LAKE HEATHER DEVELOPMENT CO., INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 3 day of AUGUST, 19 92.

Thomas A. Snowden, Jr.

Judge of Probate

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08/03/1992-15775
11:18 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 MCD 88.00

