

ARTICLES OF INCORPORATION
OF
ALABAMA REPOSSESSIONS, INC.

The undersigned, for the purpose of forming a corporation under the Alabama Business Corporation Act, hereby adopt the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is ALABAMA REPOSSESSIONS, INC.

ARTICLE TWO

DURATION

The term of existence of the Corporation is perpetual.

ARTICLE THREE

PURPOSE

3.01 The purposes for which the Corporation is organized are:

To engage in the transaction of any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act.

3 02 Specifically included among the purposes for which this Corporation is organized, without in any way limiting or restricting said purposes as set out above, are the following:

- (a) To conduct the business of recovering, repossessing, taking possession of and impounding, or attaching, holding and taking into custody any and all kinds of chattels or personal property on behalf of anyone having a legal or equitable right to possession of said chattels or personal property, or on behalf of one who has an interest in said chattels or personal property, which would give rise to the right to possess said property.
- (b) To manufacture, produce, purchase or otherwise acquire, hold, own, sell, mortgage, pledge, transfer or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise and real and

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personal property of every class and description.

- (c) To acquire, build, operate, conduct, manage, maintain and carry on the business organizations, structures and facilities required or desired in order to perform the aforesaid purposes and generally to do everything necessary or desirable for carrying out said purposes.

ARTICLE FOUR

REGISTERED OFFICE

- 4.01 The address of the initial registered office of the Corporation is 2164 Highway 31 South, Pelham, Alabama, 35214.
- 4.02 The initial registered agent at such address is James W. Parker.

ARTICLE FIVE

CAPITAL STOCK

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

ARTICLE SIX

DIRECTORS

6.01 The number of directors constituting the initial board of directors of the corporation is two.

6.02 The names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or their successors are elected and qualified are:

NAME	ADDRESS
JAMES W. PARKER	3004 Inverness Landing Lane Birmingham, Alabama 35242
JAMES W. PARKER, JR.	3004 Inverness Landing Lane Birmingham, Alabama 35242

ARTICLE SEVEN

INCORPORATORS

The name and address of the incorporator is:

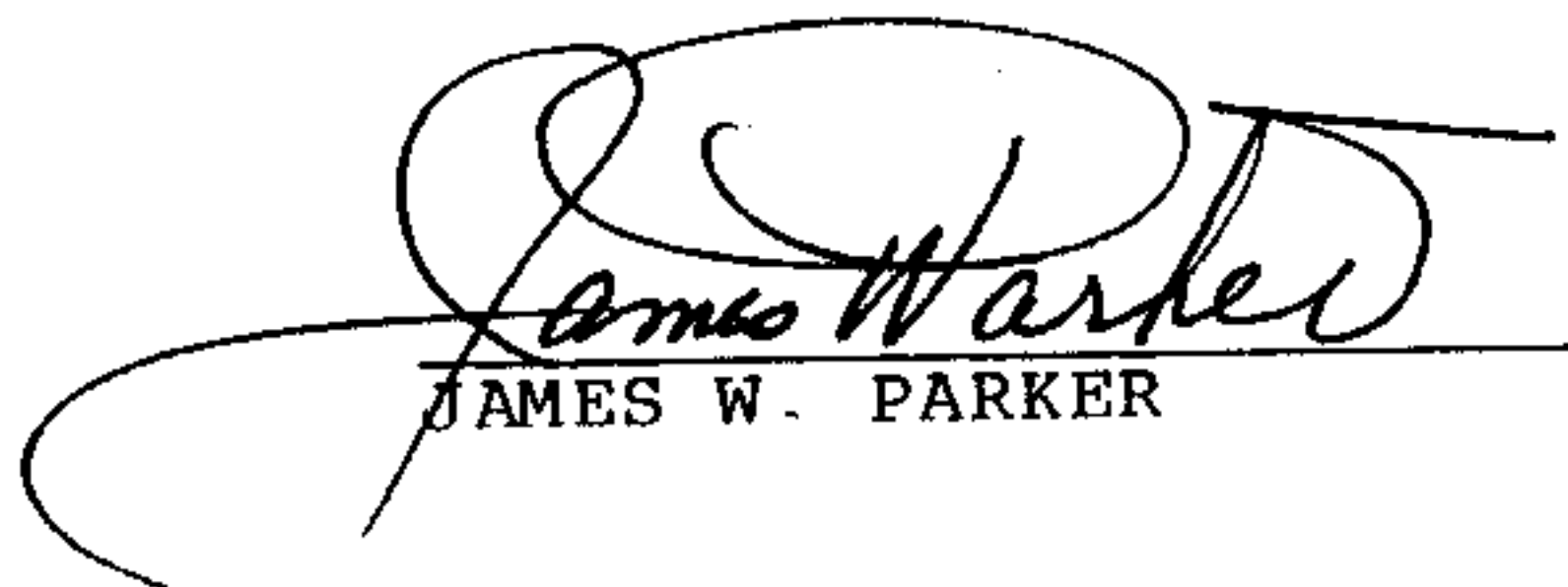
NAME	ADDRESS
JAMES W. PARKER	3004 Inverness Landing Lane Birmingham, Alabama 35242

ARTICLE EIGHT

ACTION BY DIRECTORS WITHOUT MEETING

Any action required or permitted to be taken at any meeting of the Board of Directors, or any committee thereof, may be taken without a meeting, if a written consent thereto is signed by all members of the Board or the Committee, if applicable, and if such written consent is filed with the minutes of proceedings of the Board or Committee.

I, the undersigned, have subscribed my name this 31st day of July, 1992.


JAMES W. PARKER

This instrument was prepared by James S. Witcher, Jr., Attorney, whose address is Suite 900, The City Federal Building, in Birmingham, Alabama 35203.

make
file

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:

Alabama Repossessions, Inc.

This domestic corporation name is proposed to be incorporated in Jefferson County and is for the exclusive use of James W Parker, P O Box 110219, Birmingham, AL 35211 for a period of one hundred twenty days beginning June 25, 1992 and expiring October 24, 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 25, 1992

Date

A handwritten signature in cursive script, 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

ALABAMA REPOSSESSIONS, 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 ALABAMA REPOSSESSIONS, 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 ALABAMA REPOSSESSIONS, 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 AUGUST, 19 92.

Thomas A. Snowden Jr.
Judge of Probate
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08/19/1992-17535
03:31 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 MCD 88.00