

ARTICLES OF INCORPORATION
OF
GOODSELL CONSTRUCTION COMPANY, INC.

STATE OF ALABAMA
SHELBY COUNTY

The undersigned, acting as incorporators of a corporation under The Code of Alabama, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is: GOODSELL CONSTRUCTION COMPANY, INC.

ARTICLE II

The period of duration is perpetual.

ARTICLE III

The purpose for which the corporation is organized are:

- (A) To contract for construction and improvement of residential and commercial buildings for profit.
- (B) To buy, sell, manufacture and distribute buildings, building materials and components.
- (C) To act as a general contractor, sub-contractor and/or supervisor in and about the construction industry.
- (D) The transaction of any lawful business for which the corporations may be incorporated under the laws of The State of Alabama.

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ARTICLE IV

The number of shares which the corporation shall have the authority to issue is One Thousand Shares of common stock of the par value of One Dollar (1.00) per share, being One Thousand Dollars authorized capital stock. All of said stock shall be common stock.

The corporation will begin business with all the One Thousand Shares of common stock, aggregate value of One Thousand Dollars being issued and fully paid, according to the subscription list set out hereafter.

ARTICLE V

The name and address of the initial registered agent of said corporation is:

Tim D. Goodsell
4837 Caldwell Mill Lane
Birmingham, AL 35242

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation is one, and the name is:

Tim D. Goodsell
4837 Caldwell Mill Lane
Birmingham, AL 35242

he shall serve as the director until the first annual meeting of shareholders or until his successor is elected and qualified.

ARTICLE VII

The name and address of the officer or agent designated by the corporation to receive subscription to the capital stock of the

corporation is:

Tim D. Goodsell
4837 Caldwell Mill Lane
Birmingham, AL 35242

ARTICLE VIII

The name and address of the officers of the corporation is:

Tim D. Goodsell President

In witness whereof, the undersigned, being the sole incorporator of this corporation, does hereby set his hand and seal this the 1st day of September, 1992.


TIM D. GOODSELL

STOCK SUBSCRIPTION

All of the shares of stock subscribed for by the subscribers listed below are issued and declared to be fully paid stock:

Tim D. Goodsell	1000 shares	\$1,000.00 value
4837 Caldwell Mill Lane		
Birmingham, AL 35242		

AFFIDAVIT

STATE OF ALABAMA


SHELBY COUNTY

Before me the undersigned notary public in and for said County and State, personally appeared Tim D. Goodsell, who being by me first duly sworn, deposes upon oath and says as follows:

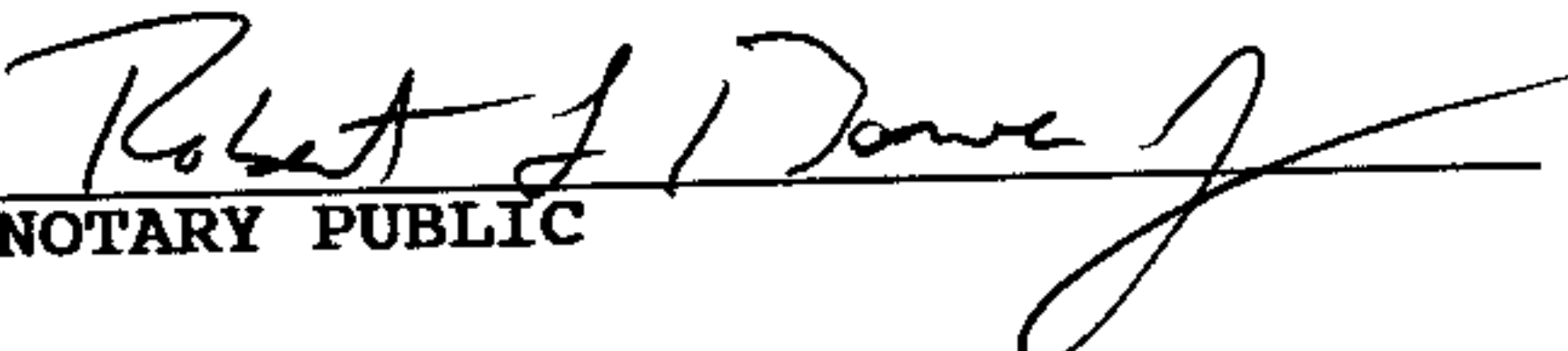
That he is the agent of GOODSELL CONSTRUCTION COMPANY, INC., designated by the person creating this corporation to receive

subscriptions to the capital stock of said corporation, that the foregoing is a true and correct list of subscriptions to the capital stock of the said corporation, together with the number of shares subscribed by each, the amount paid therefor, and that all of the said subscriptions have been paid for in cash or by the transfer to the corporation of property having a cash market value equal to or in excess of the total par value of said stock.

GIVEN this the 1st day of September, 1992.


TIM D. GOODSSELL

SWORN TO AND SUBSCRIBED before me this the 1st day of September, 1992.


NOTARY PUBLIC

Prepared by Robert L. Bowers, Jr., Attorney at Law
401 Second Avenue North, Clanton, Alabama 35045

SUBSCRIPTION LIST OF STOCK
OF
GOODSELL CONSTRUCTION COMPANY, INC.

STATE OF ALABAMA
SHELBY COUNTY

I, the undersigned, do hereby subscribe for and agree to take and pay for, in cash and/or transfer of property, the number of shares of common stock of the par value of One Dollar (\$1.00) per share of GOODSELL CONSTRUCTION COMPANY, INC., a corporation proposed to be organized under the laws of the State of Alabama, that are set out herein:

Name	Number of Shares	Consideration
Tim Goodsell	100	\$1,000.00


TIM D. GOODSELL

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:

Goodsell Construction Company, Inc.

This domestic corporation name is proposed to be incorporated in Jefferson County and is for the exclusive use of Robert L. Bowers Jr., 401 2nd Avenue N., Clanton, AL 35045 for a period of one hundred twenty days beginning May 13, 1992 and expiring September 11, 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.

May 13, 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

GOODSELL CONSTRUCTION COMPANY, 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 GOODSELL CONSTRUCTION COMPANY, 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 GOODSELL CONSTRUCTION COMPANY, INC., and attaches
hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 2nd day of
SEPTEMBER, 19 92.

Thomas A. Snowden, Jr.

Judge of Probate

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09/02/1992-18879
03:59 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
88.00