
ARTICLES OF INCORPORATION
OF
HOC, INC.

The undersigned, acting as incorporator of a corporation under the Alabama Business Corporation Act, adopts the following Articles of Incorporation for such Corporation.

FIRST: The name of the Corporation is **HOC, Inc.**

SECOND: The period of duration of the Corporation shall be perpetual.

THIRD: The purpose or purposes for which the Corporation is organized are to lend money and negotiate loans; to finance and aid by loan, subsidy, consignment or otherwise any corporation, association, firm, partnership or entity; to execute and receive any mortgage, security agreement, collateral or otherwise in exchange for issued money or loan; and to repossess by legal process or otherwise for the enforcement of any property rights, liens or interests it may be entitled to receive; and to engage in any lawful act or activity for which corporations may be organized under the Alabama Business Corporation Act.

FOURTH: The aggregate number of shares of stock which the Corporation shall have authority to issue is 5000 shares of Common Stock, having a par value of One Dollar (\$1.00) per share.

Inst # 1992-21684

09/30/1992-21684
09:50 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 MJS 88.00

FIFTH: The directors of the Corporation shall have the power to sell any authorized but unissued shares of stock at any time and to any person as they deem advisable, and no shareholder shall be entitled, as of right, to subscribe to or purchase any of such additional shares of stock. No shareholder, by virtue of being a shareholder, shall enjoy any pre-emptive rights with regard to the purchase of any shares of stock of the Corporation.

SIXTH: The location and mailing address of the initial registered office of the Corporation are HOC, Inc., 2040 Valleydale Road, Suite 200, Birmingham, AL 35244 and the name of its initial registered agent at such address is Werner H. Beiersdoerfer.

SEVENTH: The number of Directors which shall constitute the initial Board of Directors of the Corporation is three (3), and the names and addresses of the persons to serve as the Directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Werner H. Beiersdoerfer	2040 Valleydale Road, Suite 200 Birmingham, AL 35244
Danny O. Meadows	2040 Valleydale Road, Suite 200 Birmingham, AL 35244
George C. Gould	2040 Valleydale Road, Suite 200 Birmingham, AL 35244

EIGHTH: The name and address of the incorporator of the Corporation

are:

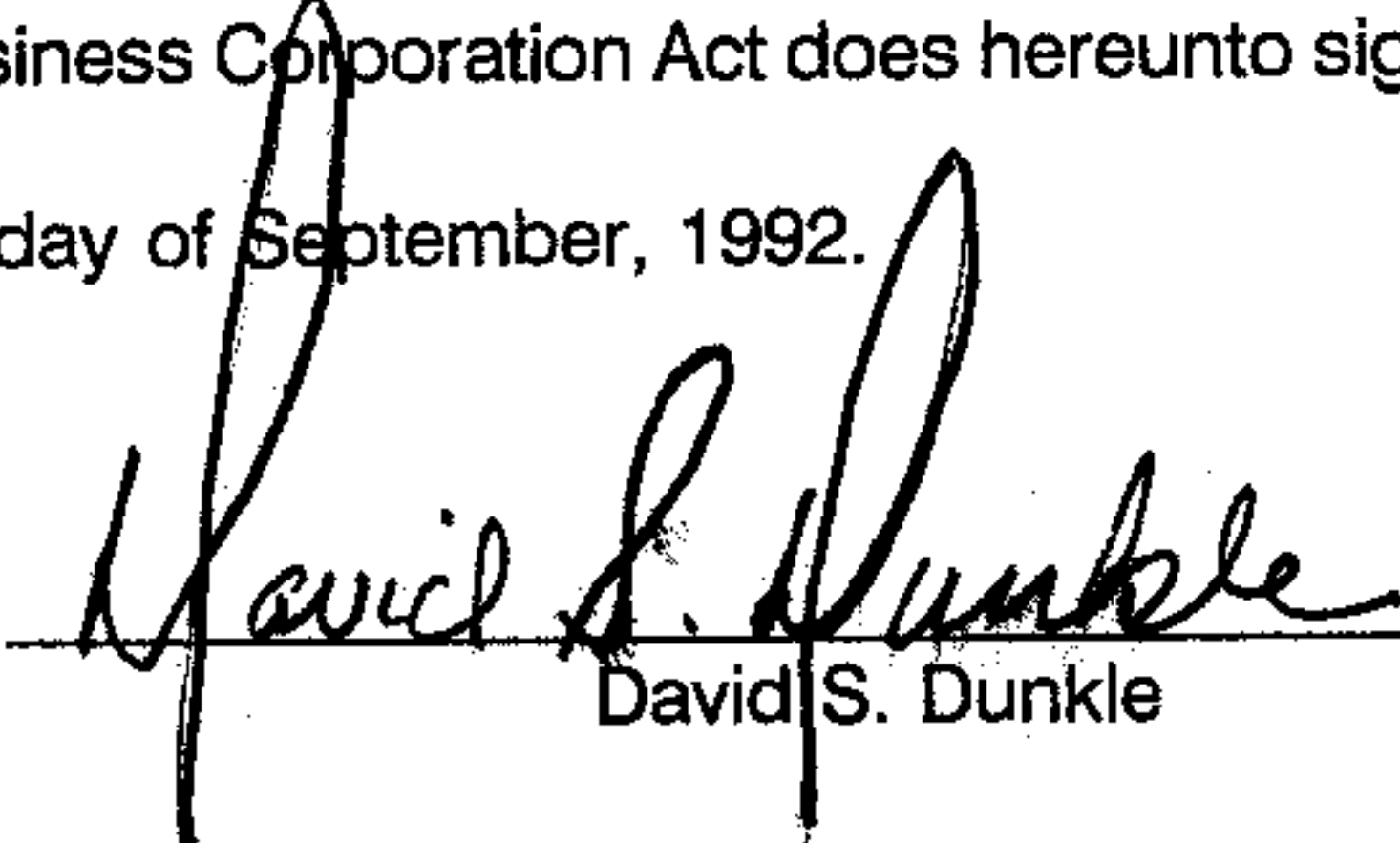
Name

Address

David S. Dunkle

Cabaniss, Johnston, Gardner,
Dumas and O'Neal
AmSouth-Sonat Tower
1900 Fifth Avenue North, Suite 1700
Birmingham, Alabama 35203

IN WITNESS WHEREOF, the undersigned hereby declares and certifies that the facts stated herein are true and correct and for the purposes of forming a corporation pursuant to the Alabama Business Corporation Act does hereunto sign these Articles of Incorporation on this the 4th day of September, 1992.


David S. Dunkle

THIS INSTRUMENT WAS PREPARED BY:

David S. Dunkle
CABANISS, JOHNSTON, GARDNER,
DUMAS & O'NEAL
Suite 1700, AmSouth-Sonat Tower
1900 Fifth Avenue North
Post Office Box 830612
Birmingham, Alabama 35283-0612
(205) 252-8800

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:

HOC, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Kathryn Berryman, P O Box 830612, Birmingham, AL 35283-0612 for a period of one hundred twenty days beginning September 4, 1992 and expiring January 3, 1993.



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.

September 4, 1992

Date

Billy Joe Camp

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF HOC, 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 HOC, 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 HOC, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 30 day of SEPTEMBER, 19 92.

Thomas A. Snowden, Jr.

Judge of Probate

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