STATE OF ALABAMA)

SHELBY COUNTY)

Inst # 1993-29883

09/28/1993-29883
02:25 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
014 MCD 90.00

ARTICLES OF INCORPORATION

OF

DANCE LINK, INC.

TO THE PROBATE JUDGE OF SHELBY COUNTY:

UNDER AND BY VIRTUE of the Alabama Business Corporation Act, the undersigned Incorporators hereby make and file these Articles of Incorporation, pursuant to the provisions of said laws, to become thereunder a body corporate, for the purposes of carrying on the business hereinafter named, and hereby declare and certify as follows:

ARTICLE I

The name of the Corporation shall be DANCE LINK, INC.

ARTICLE II

The principal office of said Corporation is located in Shelby County, Alabama. The Corporation may have other offices which may be located at other places of business as Corporation may from time to time deem it to be fit and proper.

ARTICLE III

The object and purposes for which this Corporation is formed are:

a. For the retail and/or wholesale sale and distribution of goods and services to the public.

b. To acquire, purchase, own, hold, operate, develop, lease, mortgage, pledge, exchange, sell, transfer or otherwise dispose of and to invest in, trade or deal in, real or personal property of every kind and description or any interest therein.

c. To acquire all or any part of the securities, good will, rights, property or assets of all kinds and to undertake or assume the whole or any part of the obligations or liabilities in any corporation, association, partnership, syndicate, entity, person, or governmental, municipal or public authority, domestic or foreign, located in or organized under the laws of any authority in any part of the world, and to pay for the same in cash, stocks, bonds, debentures or other securities of this or any other corporation or otherwise in any manner permitted by law; and to conduct in any lawful manner the whole or any part of any business so acquired.

d. To subscribe for, receive, purchase or otherwise acquire, underwrite, obtain an interest in, own, hold, pledge, hypothecate, mortgage, assign, deposit, create trusts with respect to, deal in, exchange, sell and otherwise dispose of, alone or in syndicates or otherwise in conjunction with others, and generally deal in and with all or any of the following, namely: all kinds of shares, stocks, voting trust certificates, trust certificates, bonds, mortgages, debentures, trust receipts, notes and other securities, obligations, contracts, certificates of interest, choses in action and evidences of indebtedness generally in any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, in evidence of any interest therein or in respect thereto.

e. To sell, assign, transfer, convey, lease or otherwise alienate or dispose of, and to mortgage or otherwise encumber the lands, buildings, real and personal property of the Corporation wherever situated, and any and all legal and equitable interest therein.

f. To the same extent that natural persons might or could do, to purchase or acquire in any other lawful manner and to own, hold, operate, lease, manage, sell or otherwise dispose of, any and all property of any kind, real, personal, tangible or intangible, and however situated, and interest in or right in connection with any such property, including, without limiting the generality of the foregoing, or purposes, and to perform any and all acts and undertake and perform any and all obligations, secured and unsecured, necessary, expedient or convenient for and in connection with any one or more of such purposes.

g. To enter into, conduct, operate, assist, or participate in any lawful manner in any lawful business and enterprise, whether commercial, mercantile, mining, manufacturing, industrial, real estate or otherwise, in any part of the world, including, without

limiting the generality of the foregoing, the financing thereof, and to perform any and all acts and undertake and perform any and all obligations, secured or unsecured, necessary or convenient for and in connection with any one or more of such purposes.

h. To acquire bonds or stocks of this Corporation or otherwise, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation; to pay for the same in cash, the stock or other securities of the Corporation or otherwise; to hold or in any manner dispose of the whole or any part of the property so acquired; to conduct in any lawful manner the whole or any part of the business so acquired, and to exercise all the powers of the business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of any such business.

i. To purchase, take, receive, redeem or otherwise acquire, hold, own, pledge, transfer or otherwise dispose of its own shares of stock, and its bonds, debentures, notes, scrip or other securities or evidences of indebtedness, and to hold, sell, transfer or reissue the same.

j. To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of letters patent of the United States of America or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trademarks and trade names, relating to or useful in connection with any business of this Corporation.

k. To acquire by purchase, subscription, contract, underwriting or otherwise, to hold for investment or otherwise, to pledge, hypothecate, exchange, sell, deal in and with and dispose of or to turn to account or to realize upon, alone or in syndicate or otherwise in conjunction with others, stocks, securities and investments of every kind and description, including, but not be limited to, shares, stocks, scrip, notes, bonds, debentures, rights, participating certificates, certificates of interest, mortgages, acceptances, commercial paper and choses in action, evidence of indebtedness and other obligations of every kind and description (all of which is hereinafter sometimes called "securities") of any private, public or quasi-public corporation, association, partnership, common law trust, syndicate firm or individual or of any combinations, organizations or entities whatsoever, irrespective of their form or the names by which they may be described; and, while the owner or holder of any such securities, to exercise all the rights, powers and privileges of ownership in respect thereto; and, to the extent now or hereafter permitted by law, to aid by loan, guarantee or otherwise those issuing, creating or responsible for any such securities.

l. To loan money upon such security as may be advisable

and to buy, sell, hold, and own and otherwise deal in open accounts, conditional sales contracts, commercial paper, bills of lading, warehouse receipts, bonds and securities, including personal property, leases, contracts, mortgages and choses in action of any and every kind, nature and description, to buy, sell, hold, take and receive by way of absolute or security title and deliver on consignment or in trust or under bailments and own and otherwise deal in merchandise and personal property of any kind, nature and description, including the goodwill and rights of any business.

m. To borrow and lend money, without security, or upon the giving or the receipt of security therefore by way of mortgage, pledge, transfer, assignment or otherwise, of real or personal property, of every nature and description, or by way of guaranty, or otherwise.

n. To enter into, make and perform contracts of every kind for any lawful purpose without limit as to amount with any person, firm, association or corporation, town, city, county, state, territory, government or governmental subdivision.

o. To draw, make, accept, endorse, discount, execute and to issue promissory notes, drafts, bills of exchange, warrants, debentures and other negotiable or transferable instruments.

p. To issue bonds, debentures or obligations of this Corporation from time to time, for any of the objects or purposes of the Corporation, and to secure the same by mortgage, pledge, deed of trust or otherwise.

q. To pay pensions and establish pension plans, pension trusts, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of its directors, officers and employees.

r. To sue and be sued as an independent entity.

s. To enter into any lawful and ethical arrangements for sharing of expenses or profits, union of interest, reciprocal concession, or cooperation, as partner (general or limited), joint venturer, or otherwise, with any person, partnership, corporation, association, combination, organization, entity or other body whatsoever, domestic or foreign, carrying on or proposing to carry on, or any business or transaction deemed necessary, convenient or incidental to the carrying out of any of the objects of this Corporation.

t. The business or purpose of the Corporation is from time to time to do any one or more of the acts and things hereinabove set forth, and it shall have power to conduct and carry on its said business, or any part thereof, and to have one or more offices, and

to exercise any or all of its corporate powers and rights in the State of Alabama, and in the various other states, territories, colonies and dependencies of the United States and in the District of Columbia.

u. To do all things necessary, suitable and proper for the accomplishment of any of the purposes or attainment of any of the objects or the furtherance of any of the powers hereinabove set forth, either alone or in the association of other corporations, firms or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to, or growing out of, or connected with the aforesaid business powers or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.

v. In carrying out the foregoing purposes, the Corporation shall at all times have and may exercise all of the powers now and thereafter granted or permitted by the laws of the State of Alabama and may act therein as fully and to the same extent as a natural person might or could do, and, without limiting the generality of the foregoing, may assume, or may guarantee or become surety for the payment and performance of, any and all debts and obligations of another or others and may guarantee the payment of dividends upon any security or securities. The Corporation need not carry out or engage in the pursuit of all of the foregoing purposes, but it shall be sufficient if at any time the Corporation is engaged in any one or more of such purposes. All words and clauses appearing in these Articles are used in their broadest sense and are intended to be so construed.

The foregoing clauses shall be construed as purposes and powers and nothing herein shall be deemed to limit or elude in any manner any right, power or privilege given to the Corporation by law or the authority which it is or might be permitted to exercise under the laws of the State of Alabama.

ARTICLE IV

The total number of shares which the Corporation shall have authority to issue shall be twenty thousand (20,000) shares of common stock of the par value of one dollar ($1.00) per share. Each shareholder may have his or her share issued (a) in his or her individual name, or (b) in the names of two or more persons as joint tenants with right of survivorship and not as tenants in common, or (c) as tenants in common.

ARTICLE V

The location and mailing address of the initial registered office of the Corporation in the State of Alabama is 794 Bear Creek Road, Sterrett, Alabama, 35147 and the name of its initial registered agent at such address is Mary Lyon Fay.

ARTICLE VI

The names and addresses of the Incorporators are as follows:

NAME	ADDRESS
Mary Lyon Fay	794 Bear Creek Road, Sterrett, Alabama 35147
Roberta C. Blackwell	331 Jamestown Manor Drive, Gardendale, Alabama 35071

ARTICLE VII

The initial Board of Directors shall consist of two (2) persons.

The names and addresses of the persons who are to serve as Directors of said Corporation until the first annual meeting of Shareholders, and until their successors have been elected and qualified are:

NAME	ADDRESS
Mary Lyon Fay	794 Bear Creek Road, Sterrett, Alabama 35147
Roberta C. Blackwell	331 Jamestown Manor Drive, Gardendale, Alabama 35071

Notwithstanding any contrary provisions contained in these Articles of Incorporation, the Shareholders holding the majority of outstanding common stock of the corporation may remove all or any of the Directors of the Corporation, before the expiration of the

term, at any regular or special Shareholders' meeting.

ARTICLE VIII

The Shareholders of said Corporation shall have the right to increase or decrease the capital stock to such sum or sums as they may desire.

ARTICLE IX

Said Corporation shall have all the rights, powers, privileges and immunities conferred by Alabama law and all other laws applicable thereto, whether herein specifically set out or not, all of which are hereby referred to and made a part hereof as though fully set out herein.

ARTICLE X

The duration of this Corporation shall be perpetual.

ARTICLE XI

The Corporate powers shall be exercised by the Board of Directors, except as otherwise provided by statute, by these Articles of Incorporation, or by By Laws hereafter adopted, and any amendments to the foregoing.

In furtherance, and not in limitation, of the powers conferred by statute, the Board of Directors is expressly authorized:

a. To make and alter the By Laws of this Corporation, but By Laws so made by the Directors may be altered or repealed by the Direction of Shareholders.

b. To fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part of any accumulated profits shall be declared and paid as dividends, to determine the date or dates for the declaration and payment of dividends; to direct and determine the use and

disposition of any surplus or net profit over and above the capital stock paid in;

c. To make, from time to time (as may be permitted by law), temporary secured or unsecured loans when, in the judgment of the Board of Directors, the money so loaned is not at the time required in the conduct of the business of the Corporation.

The Corporation may, in its By Laws, confer powers upon its Board of Directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon it by statute.

ARTICLE XII

This Corporation may from time to time issue its share of stock for consideration (but not less than par so long as the Corporation be solvent), as may be fixed from time to time by the Board of Directors, and may receive in payment thereof, in whole or in part, cash, labor done, personal property, or real property, or leases thereof. In the absence of actual fraud in the transaction, the judgment of the Board of Directors as to the value of such labor, property, real estate or leases thereof, shall be conclusive. Any and all shares so issued for which the consideration so fixed shall have been paid or delivered shall be deemed fully paid stock and shall not be liable to any further call or assessment thereon, and the holder of such shares shall not be liable for any further payment in respect thereof.

This Corporation may, from time to time, lawfully enter into any agreement to which all, or less than all, the holders of record of the issued and outstanding shares of its capital stock shall be parties, restricting the transfer of any or all shares of its capital stock represented by certificates therefor.

ARTICLE XIII

The Corporation shall have a lien on its shares of stock for any debt or liability incurred to it by a shareholder, before notice of a transfer or levy on such shares.

ARTICLE XIV

The Corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge, transfer or otherwise dispose of its own shares, but purchases of its own shares, whether direct or indirect, shall be made only to the extent of earned surplus or capital surplus available therefor.

ARTICLE XV

All persons who shall acquire stock in this Corporation shall acquire it subject to the provisions of these articles of Incorporation, as the same from time to time may hereafter be amended. So far as not otherwise expressly provided by the laws of the State of Alabama, the Corporation shall be entitled to treat the person or entity in whose name any share of its stock is registered as the owner thereof for all purposes and shall not be bound to recognize any equitable or other claim to or interest in said share on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE XVI

Every person (and the heirs, executors and administrators of such person) who is or was an officer, director or employee of the

Corporation, or of any other corporation which he or she served as such at the request of the Corporation and of which the Corporation directly or indirectly is a Shareholder or creditor, or in which, or in the stocks, bond, securities or other obligations of which it is in any way interested, may in accordance with the second paragraph of this Article be indemnified by the Corporation against any and all liability and reasonable expense that may be incurred by him or her in connection with or resulting from any claim, action, suit or proceeding (whether brought by or in the right of the corporation or such other company or otherwise), civil or criminal, or in connection with an appeal relating thereto, in which he or she may become involved, as a party or otherwise, by reason of his or her being or having been an officer, director or employee of the Corporation or such other corporation, or by reason of any action taken or not taken by him or her in such capacity, whether he or she continues to be such officer, director or employee at the time of such liability or expense shall have been incurred provided he or she acted in good faith in what he or she reasonably believed to be the best interests of the Corporation or such other corporation, as the case may be, and in addition, in any criminal action or proceeding, had no reasonable cause to believe that his or her conduct was unlawful. As used herein, the term "liability" and "expense" shall include, but shall not be limited to counsel fees and disbursements and amounts of judgments, fines or penalties against, and amounts paid and settlements by or for such person. The termination of any claim, action, suit or

proceeding, civil or criminal by judgment, settlement (whether with or without court approval) or conviction shall not create a presumption that such person does not meet the standards of conduct set forth herein.

Any indemnification hereunder shall be made at the discretion of the Corporation, but only if the Board of Directors (with no Director who is a party to or interested in such claim, action, suit or proceeding, participating) shall find that such person has met the standards of conduct set forth in the preceding paragraph. If two-thirds or more of the Board of Directors are parties to or interested in such claim, action, suit or proceeding, the regular counsel for the Corporation shall determine whether such person has met such standards.

ARTICLE XVII

The private property of the Shareholders shall not be subject to payment of corporate debts to any extent whatsoever.

ARTICLE XVIII

Nothing contained herein shall modify any law applicable to the relationship between one or more of the individuals employed by this Corporation furnishing professional services and a person receiving such services, including liability for any tort arising out of such professional services.

ARTICLE XIX

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner, now or hereafter prescribed by statute, and all rights conferred on Shareholders herein are granted subject to this reservation.

IN TESTIMONY WHEREOF, the Incorporator has hereunto signed and subscribed his name and filed these Articles of Incorporation for record in the Office of the Probate Judge of Shelby County, Alabama, for the purpose of forming a corporation, in pursuance of said laws, this the 22nd day of September, 1993.

Mary Lyon Fay
MARY LYON FAY

Roberta C. Blackwell
ROBERTA C. BLACKWELL

STATE OF ALABAMA

I, Jim Bennett, 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:

Dance Link, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Mary Fay, 794 Bear Creek Road, Sterrett, AL 35147 for a period of one hundred twenty days beginning September 13, 1993 and expiring January 12, 1994.

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 13, 1993

Date

Jim Bennett

Jim Bennett **Secretary of State**

INC — 1

State of Alabama

SHELBY County

CERTIFICATE OF INCORPORATION
OF

DANCE LINK, 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 DANCE LINK, 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 DANCE LINK, 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 SEPTEMBER, 19 93.

Thomas A. Snowden, Jr.
Judge of Probate

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