

ARTICLES OF INCORPORATION
OF
COBBLER, INC.

Inst # 1994-00933

1. The name of the corporation is Cobbler, Inc.
2. The period of its duration is perpetual.
3. The purpose(s) for which the corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act, including, but not limited to, the repair of all leather goods including shoes.
4. The aggregate number of shares of capital stock which the corporation shall have authority to issue is 100 shares of common stock, par value \$1.00 per share.
5. The location and mailing address of the initial registered office of the corporation are 4647 Hwy. 280, Suite M, Birmingham, Alabama, 35242, and the name of its initial registered agent at such address is Tony P. Mollica, Jr.
6. The number of directors constituting the initial board of directors of the corporation is one, and the name and address of the person who will serve as the director until the first annual meeting of shareholders and until his successors are elected and shall qualify is as follows:

Name	Address
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✓ Tony P. Mollica, Jr.	✓ 4647 Hwy. 280, Suite M Birmingham, AL 35242

7. The name and address of the incorporator of the corporation are Tony P. Mollica, Jr., 4647 Hwy. 280, Suite M, Birmingham, Alabama, 35242.

8. Each shareholder shall have a preemptive right to purchase shares of any class of capital stock of the corporation, including treasury shares.

Inst # 1994-00933

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SHELBY COUNTY JUDGE OF PROBATE
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9. The corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge and transfer or otherwise dispose of its own shares. Purchases by the corporation of its own shares, whether direct or indirect, may be made to the extent of unreserved and unrestricted earned surplus and capital surplus of the corporation available therefor.

10. The corporation shall have and may exercise any and all powers which a corporation incorporated under the Alabama Business Corporation Act may have and exercise. Without in any way limiting the foregoing, this corporation shall have the power to endorse, or otherwise guarantee, or become a surety with respect to, or obligate itself for, or without becoming liable therefor, nevertheless, to pledge or mortgage all or any part of its properties to secure the payment of the principal of, and interest on, or either thereof, any bonds, including construction or performance bonds, debentures, notes, scrip, coupons, contracts or other obligations or evidences of indebtedness, or the performance of any contract, lease, construction, performance or other bond, mortgage, or obligation of any other corporation or association, domestic or foreign, or any firm, partnership, joint venture, or other person whatsoever, in which this corporation may have a lawful interest, or on account of, or with respect to, any transaction in which this corporation shall receive any lawful consideration, advantage or benefit, on any account whatsoever. Irrespective of any other profit, consideration, if any, irrespective of the relative net worth of the corporations, associations, or persons involved, and of the relative amounts of obligations involved, this corporation shall be deemed to have a lawful interest in any corporation, association, or person (A) which owns stock in this corporation, or (B) which owns stock in another corporation, which owns stock in this corporation, or (C) in which this corporation owns stock, or (D) in which another corporation owns stock which also owns stock in this corporation, or (E) in which any one or more persons who own stock in this corporation also own stock, or (F) which or who has entered into any contractual arrangement pursuant to which any such corporation or person undertakes corresponding or like obligations of endorsement, guarantee, or suretyship, with respect to all or any such obligations, evidences of indebtedness, or contracts of this corporation, or which may engage with this corporation, in the conduct of any joint venture or enterprise, or in the use of common facilities or services.

The undersigned, acting as incorporator of the corporation named herein in accordance with the Alabama Business Corporation Act, executes these Articles of Incorporation this 10th day of January, 1994.



Tony P. Mollica, Jr.

 - Notary
My Commission Expires 2-14-97

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:

Cobbler, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Tony Mollica, 4647 Hwy 280 East, Birmingham, AL 35242 for a period of one hundred twenty days beginning December 29, 1993 and expiring April 29, 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.

December 29, 1993

Date

A handwritten signature in dark ink, appearing to read 'Bennett', is written over a horizontal line.

Jim Bennett

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

COBBLER, 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 COBBLER, 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 COBBLER, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 10th day of JANUARY, 19 94.

Thomas A. Snowden, Jr.

Judge of Probate

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