

ARTICLES OF INCORPORATION OF BAMA FINANCE COMPANY, 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 **Bama Finance Company, Inc.**

SECOND: The period of its duration is perpetual.

THIRD: The purposes for which the corporation is organized are as follows:

- (a) Finance vehicles and purchase accounts receivable.
- (b) To render to others, and to engage in the business of rendering to others, consulting, advisory, administrative, industrial engineering, accounting, bookkeeping and other services of every nature, kind and character, which a corporation may legally render;
- (c) To act as agent, representative, or receiver of any person, firm, corporation, or governmental entity or instrumentality in respect to any lawful undertaking or transaction;
- (d) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real or personal property, or any interest therein;
- (e) To lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested; and

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(f) Transact any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 2000 shares of common stock of the par value of \$1.00 per share.

FIFTH: The address of the initial registered office of the corporation is 602 Old Town Way, Alabaster, Alabama 35007, and the name of its initial registered agent at such address is Wayne Graves.

SIXTH: The number of directors constituting the initial board of directors of the corporation is one, and the name and address of the person who isto serve as director until the first annual meeting of the shareholders or until his successor is elected and shall qualify is:

Wayne Graves
602 Old Town Way
Alabaster, Alabama 35007

SEVENTH: The name and address of the sole incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Wayne Graves	Old Town Way Alabaster, Alabama 3500

EIGHTH: No shareholder of the corporation shall be entitled as a matter of right to subscribe for, purchase, receive or acquire as a pre-emptive right any shares of stock, or other securities convertible into stock, of the corporation which it may issue, or sell, whether out of the number of shares thereof now or hereafter authorized or out of shares now or hereafter held in its treasury, but all such additional shares of stock or other securities may be issued or disposed of by the Board of Directors to such persons and upon such terms as in its absolute discretion it may deem advisable. Dated: June 7, 1994.

Wayne Graves
Wayne Graves, Incorporator

THIS INSTRUMENT PREPARED BY:

Frank R. Parsons

5308 Oporto-Madrid Blvd., Birmingham, Alabama 35210

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:

Bama Finance Company, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of J Wayne Graves, 1504 Montevallo Rd, Alabaster, AL 35007 for a period of one hundred twenty days beginning March 7, 1994 and expiring July 6, 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.

March 7, 1994

Date

A handwritten signature in cursive script that reads "Jim Bennett".

Jim Bennett

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

BAMA FINANCE 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 BAMA FINANCE 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 BAMA FINANCE COMPANY, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 21 day of JUNE, 19 94

Thomas A. Snowden, Jr.

Judge of Probate

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