

ARTICLES OF INCORPORATION
OF
C.J. INTERNATIONAL PRODUCT MARKETING, INC.

The undersigned, for the purpose of forming a corporation under the Alabama Business Corporation Act, as amended, hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is C.J. International Product Marketing, Inc.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual.

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is to engage in the transaction of any or all lawful business for which corporations may be incorporated under Section 10-2A-1 et seq. of the Code of Alabama.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation has the authority to issue is One Thousand (1,000) all of which shall be common shares with par value of One Dollar (1.00) per share.

ARTICLE V. LOCATION OF INITIAL REGISTERED OFFICE

AND NAME OF INITIAL REGISTERED AGENT

The street address of the initial registered office shall be 2590 Acton Road, Birmingham, Alabama, 35243, and the initial registered agent at such address shall be

03/07/1995-05829
10:06 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 MCD 90.00

Inst # 1995-05829

Carolyn Joseph.

ARTICLE VI. DIRECTORS

The corporation shall operate with no less than one (1) director. The name address of the initial Board of Directors who shall serve until predecessors have been elected are as follows:

Carolyn Joseph	2590 Acton Road
	Birmingham, Alabama 35243

ARTICLE VII. INCORPORATORS

The name and address of the incorporator of the corporation is as follows:

Carolyn Joseph	2590 Acton Road
	Birmingham, Alabama 35243

ARTICLE VIII. ACTION BY STOCKHOLDERS OR DIRECTORS

WITHOUT MEETING

Any action required or permitted to be taken at any meeting of the Board of Directors or of the stockholders, or any committee thereof, may be taken without a meeting, if a written consent thereto is signed by all members of the Board of Directors, or of the stockholders, or of the committee, if applicable, and if such written consent is filed with the minutes of proceedings of the Board of Directors, the stockholders, or the committee, whichever is applicable.

I, the undersigned, being the incorporator, have subscribed my name this _____ day of February, 1995.

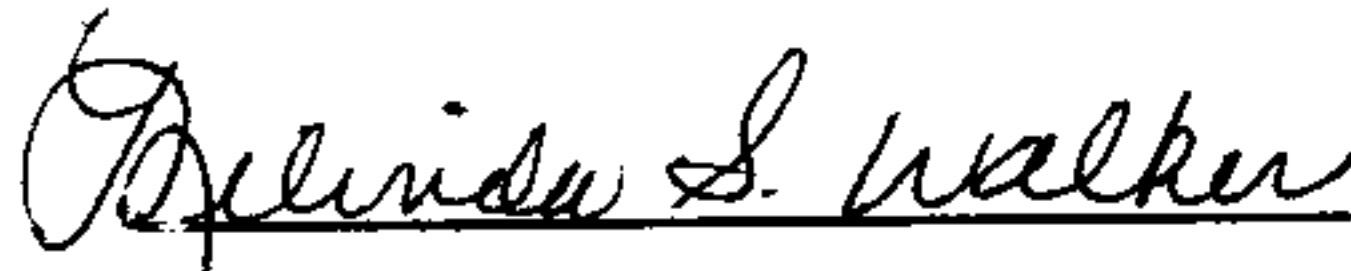

Carolyn Joseph

STATE OF ALABAMA:

JEFFERSON COUNTY:

I, the undersigned Notary Public in and for said County and said State, hereby certify that Carolyn Joseph, whose name is signed to the foregoing Articles of Incorporation of International Product Marketing, Inc. and is known to me to be the party to same, acknowledged before me on this day that, being informed of the contents of said Articles of Incorporation, she executed the same voluntarily on the day the same bears date and said Articles are the act and are the act and deed of the signer and the facts stated therein are true.

Given under my hand and seal of office on this the 7th day of March, 1995.



Notary Public

My Commission Expires: 3-24-97

This Instrument Prepared By:

Carolyn Joseph

2590 Acton Road

Birmingham, Alabama 35243

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 10-2B-4.02, 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:

C.J. International Product Marketing, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Carolyn Joseph, 2590 Acton Road, Birmingham, AL 35243 for a period of one hundred twenty days beginning February 15, 1995 and expiring June 16, 1995.



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.

February 15, 1995

Date

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

Jim Bennett

Secretary of State

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