

ARTICLES OF INCORPORATION
OF
DON LLOYD ENTERPRISES, INC.

In order to form a corporation for the purposes stated below, under the laws of the State of Alabama, the undersigned adopts the following articles of incorporation:

ARTICLE ONE

Name. The name of the corporation is: Don Lloyd Enterprises, Inc.

ARTICLE TWO

Capitalization. The total number of shares which the corporation is authorized to issue is 1,000 shares without par value.

ARTICLE THREE

Registered Office and Registered Agent. The address of the corporation's initial registered office is 5207 Broken Bow Lane, Birmingham, Alabama, 35242, and the name of the corporation's initial registered agent at such address is Don Lloyd.

ARTICLE FOUR

Incorporator. The name and address of the incorporator is:

Don Lloyd, 5207 Broken Bow Lane, Birmingham, AL 35242

ARTICLE FIVE

Directors. The number of directors constituting the initial board of directors of the corporation is 2.

The names and addresses of those persons, each of whom shall serve as a director until the first annual meeting of shareholders or until his or her successor is elected and qualifies, are as follows:

<u>Name</u>	<u>Address</u>
Don Lloyd	5207 Broken Bow Lane, Birmingham, AL 35242
Patricia R. Lloyd	5207 Broken Bow Lane, Birmingham, AL 35242

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SHELBY COUNTY JUDGE OF PROBATE
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Inst # 1996-24598

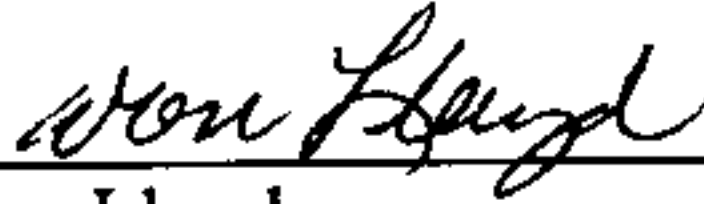
ARTICLE SIX

Purposes. The purposes for which the corporation is organized are Sales Training, Telemarketing, Retail and Wholesale Sales, Consulting, and to operate and carry on any lawful business for which corporations may be organized under this Act.

ARTICLE SEVEN

Duration. The duration shall be perpetual.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this the 25th day of July, 1996.



Don Lloyd
Incorporator

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:

Don Lloyd Enterprises, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of John Wood, 1309 19th Street South, Birmingham, AL 35205 for a period of one hundred twenty days beginning July 24, 1996 and expiring November 22, 1996.



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.

July 24, 1996

Date

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

Jim Bennett

Secretary of State

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