

ARTICLES OF INCORPORATION

OF

BATTERY CENTRAL, INC.

1. THE NAME OF THE CORPORATION IS BATTERY CENTRAL, INC.
2. THE PERIOD OF ITS DURATION IF PERPETUAL.
3. THE PURPOSE OR PURPOSES FOR WHICH THE CORPORATION IS ORGANIZED ARE TO SELL, INSTALL AND SERVICE BATTERIES AND ANY AND ALL RELATED UNITS, TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITIES FOR WHICH A CORPORATION MAY BE ORGANIZED UNDER THE ALABAMA BUSINESS CORPORATIONS ACT.
4. THE AGGREGATE NUMBER OF SHARES OF CAPITAL STOCK WHICH THE CORPORATION SHALL HAVE THE AUTHORITY TO ISSUE IS 1000 SHARES OF COMMON STOCK, PAR VALUE OF \$1.00 PER SHARE.
5. THE LOCATION AND MAILING ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS 3327 HIGHWAY 31 SOUTH, PELHAM, ALABAMA 35124 AND THE NAME OF ITS INITIAL REGISTERED AGENT AT THIS ADDRESS IS RICK MARTIN.
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 IS TO SERVE AS DIRECTOR UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS AND UNTIL SUCCESSORS ARE ELECTED SHALL QUALIFY AS FOLLOWS:

NAME

ADDRESS

RICK MARTIN

3327 HIGHWAY 31 SOUTH
PELHAM, ALABAMA 35124

7. THE NAME AND ADDRESS OF THE INCORPORATOR OF THE CORPORATION IS RICK MARTIN, 3327 HIGHWAY 31 SOUTH, PELHAM, ALABAMA 35124.

8. EACH SHAREHOLDER SHALL HAVE A PRE-EMPTIVE RIGHT TO PURCHASE SHARES OF ANY CLASS OF CAPITAL STOCK OF THE CORPORATION, INCLUDING TREASURY STOCK.

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 STOCK, WHETHER DIRECT OR INDIRECT, MAY BE MADE TO THE EXTENT OF UNRESERVED AND UNRESTRICTED EARNED SURPLUS AND CAPITAL SURPLUS OF THE CORPORATION AVAILABLE

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SHELBY COUNTY JUDGE OF PROBATE
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THEREFOR.

10. THE INITIAL OWNERSHIP OF STOCK SHALL BE AS FOLLOWS:

NAME	NUMBER OF SHARES
RICK MARTIN	1000

THE UNDERSIGNED, ACTING AS THE INCORPORATOR OF THE CORPORATION NAMED HEREIN IN ACCORDANCE WITH THE ALABAMA BUSINESS CORPORATION ACT, EXECUTED THESE ARTICLES OF INCORPORATION THIS THE 30 DAY OF July 1996.



RICK MARTIN

STATE OF ALABAMA
COUNTY OF SHELBY

I, THE UNDERSIGNED, A NOTARY PUBLIC, IN AND FOR SAID COUNTY AND SAID STATE, HEREBY CERTIFY THAT RICK MARTIN, WHOSE NAME IS SIGNED TO THE FOREGOING ARTICLES OF INCORPORATION AND WHO IS KNOWN TO ME, ACKNOWLEDGED BEFORE ME ON THIS DAY, AND BEING INFORMED OF THE CONTENTS OF THE SAID ARTICLES OF INCORPORATION, HE EXECUTED THE SAME VOLUNTARILY AND AS HIS ACT ON THE DAY THE SAME BEARS DATE.

GIVEN UNDER MY HAND AND OFFICIAL SEAL THIS THE 30 DAY OF July 1996.



NOTARY PUBLIC

MY COMMISSION EXPIRES: 3-28-98

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:

Battery Central, Incorporated

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Al Crumpton, 3321 Hwy 31 South, Pelham, AL 35124 for a period of one hundred twenty days beginning July 8, 1996 and expiring November 6, 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 8, 1996

Date



Jim Bennett

Secretary of State



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