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**ARTICLES OF INCORPORATION**

**OF**

**INTERSOUTH, INC.**

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The undersigned, acting as incorporator of a corporation under the Code of Alabama, adopts the following Articles of Incorporation for such corporation:

**FIRST:** The name of the corporation is InterSouth, Inc.

**SECOND:** The period of its duration is perpetual.

**THIRD:** The purpose or purposes for which the corporation is organized are as follows: (i) to engage in the business of providing consulting services of every kind and nature; (ii) to buy, sell, own, trade, and otherwise handle and deal in, either as principal or agent, and upon commission or otherwise, all kinds of personal and real property whatsoever, and to render services of all kinds and descriptions; and (iii) to transact such other business as may be permitted under the laws of the State of Alabama.

**FOURTH:** The aggregate number of shares of stock which the Corporation shall have authority to issue is 500, consisting of 200 voting common shares, par value \$1.00 per share, and 300 non-voting common shares, par value \$1.00 per share. All of said shares shall be common stock which shall be identical in all respects, except that the non-voting shares shall carry no right to vote for the election of directors of the Corporation and no right to vote on any matter presented to the shareholders for their vote or approval, except only as the laws of the State of Alabama may require that voting rights be granted to such non-voting shares.

**FIFTH:** The address of the initial registered office of the corporation is 5112 Meadowbrook Road, Birmingham, Alabama 35242 and the name of its initial registered agent at such address is Mohammed Idris Anwar.

**SIXTH:** The number of directors which shall constitute the initial board of directors of the corporation is one and the name and address of the person to serve as the director until the first meeting of the shareholders or until his successors are elected and qualified is:

<u>NAME</u>	<u>ADDRESS</u>
Mohammed Idris Anwar	5112 Meadowbrook Road Birmingham, AL 35242

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11:25 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
004 MCD 90.00

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**SEVENTH:** The name and address of the incorporator are:

**NAME**

**ADDRESS**

Mohammed Idris Anwar

5112 Meadowbrook Road  
Birmingham, AL 35242

**IN WITNESS WHEREOF**, the undersigned hereby declares and certifies that the facts stated herein are true and correct and for the purpose of forming a corporation pursuant to the laws of the State of Alabama hereunto signs these Articles of Incorporation as of the 20TH day of FEBRUARY, 1997.



**MOHAMMED IDRIS ANWAR**

**THIS INSTRUMENT PREPARED BY:**

**James E. Vann, Esquire**

**JOHNSTON & CONWELL, L.L.C.**

**800 Shades Creek Parkway - Suite 325**

**Birmingham, Alabama 35209-4510**

**(205) 414-1200**

# 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:

InterSouth, Inc.

This domestic corporation name is proposed to be incorporated in Jefferson County and is for the exclusive use of James Vann, 800 Shades Creek Pkwy, Birmingham, AL 35209-4510 for a period of one hundred twenty days beginning February 10, 1997 and expiring June 11, 1997.

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 10, 1997

Date



Jim Bennett

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

Secretary of State

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