

**ARTICLES OF INCORPORATION
OF
AMERICAN LAND DEVELOPMENT CORP.**

To the Honorable Patricia Yeager Fuhrmeister, Judge of Probate
of Shelby County, Alabama:

We the undersigned, desiring to become a body corporate, do hereby file the following Articles of Incorporation, pursuant to the laws of the State of Alabama, and the undersigned Incorporators do hereby make and subscribe their names to these Articles.

ARTICLE 1: NAME

The name of the corporation shall be American Land Development Corp.

ARTICLE 2: OBJECTS

The corporation has been organized for the following purposes: for land development and sales, and the transaction of any or all lawful business for which corporations may be incorporated under this chapter. The corporation is a corporation organized for profit and shall be perpetual in duration.

ARTICLE 3: PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be at 260 Commerce Parkway, in Pelham, Alabama. The initial registered agent of the corporation authorized to receive service of process is Patricia D. Dowling, whose address is 260 Commerce Parkway, in Pelham, Alabama.

ARTICLE 4: AUTHORIZED CAPITAL STOCK

The number of shares which the corporation shall have the authority to issue is 1000 and the par value of each share shall be \$0.10 for a total authorized capital of \$100.00. If the shares are to be without par value, then "no par value" should be stated.

Inst # 1998-01192

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SHELBY COUNTY JUDGE OF PROBATE
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ARTICLE 5: INCORPORATORS, DIRECTORS AND OFFICERS

The names and post office addresses of the incorporators, and the number of shares of stock subscribed by each, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u># SHARES</u>	<u>AMOUNT</u>
Gary W. Thomas	1118 Highland Lake Circle Birmingham, AL 35242	1000	\$100.00

The names and addresses of the Directors chosen for the first year are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Gary W. Thomas	1118 Highland Lake Circle Birmingham, AL 35242
Brian K. Thomas	502 Turtle Lake Drive Birmingham, AL 35242

The names and addresses of the Officers chosen for the first year are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Gary W. Thomas	President	1118 Highland Lake Circle Birmingham, AL 35242
Brian K. Thomas	Secretary	502 Turtle Lake Drive Birmingham, AL 35242

ARTICLE 6: POWERS

The corporation shall possess all the powers necessary to conduct the business or businesses, and the carry out the objects expressed herein and all of those expressly conferred on corporation by the laws of the State of Alabama, as well as those necessarily implied, together with the following additional powers:

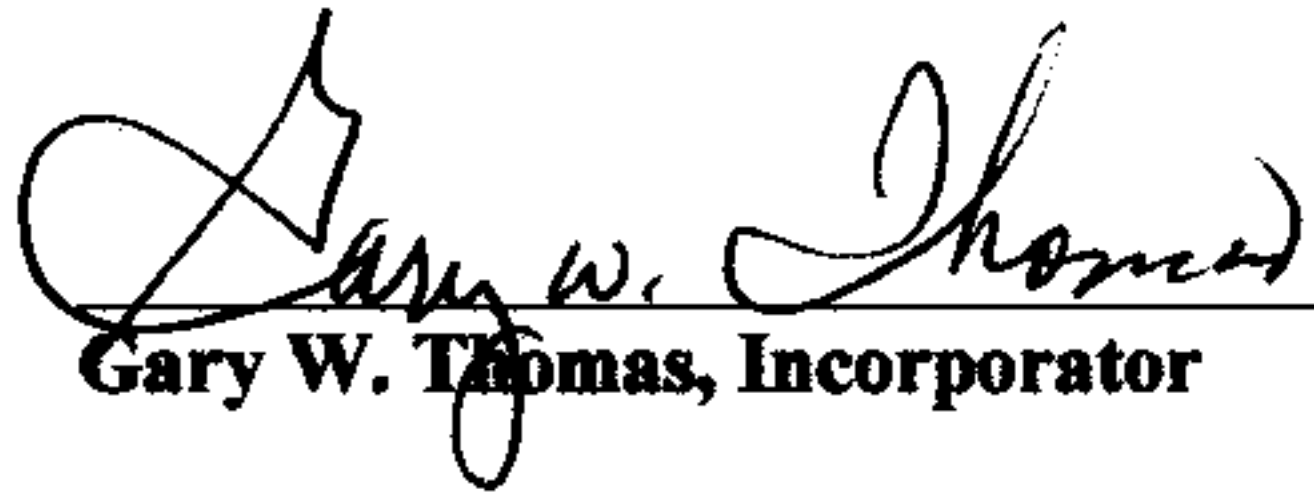
- a) To lend money and take security therefor, or to borrow money and give security therefor, on such terms as to the Board of Directors may deem proper and available.
- b) To purchase, acquire and own shares of its own capital stock, or the capital stock of any other corporation.

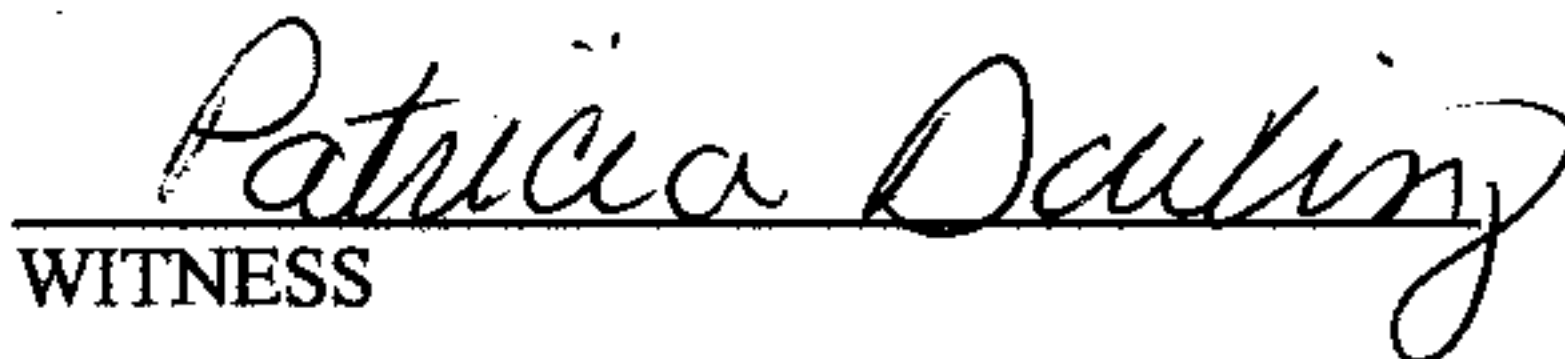
- c) To engage in business as natural persons may, not inconsistent with the provisions of law pertaining to corporations in the State of Alabama.

ARTICLE 7: RESTRICTIONS

Each share of the capital stock shall be subject to a condition, which shall be noticed on each certificate of capital stock, that transfer of such stock is restricted by agreement between shareholders on file in the Office of the Secretary of the corporation.

IN WITNESS THEREOF, the undersigned incorporators have executed these Articles of Incorporation, on this the 1st day of January, 1998.


Gary W. Thomas, Incorporator


WITNESS

THIS INSTRUMENT WAS PREPARED BY:

✓ Kevin K. Hays, P.C.
Attorney at Law
200 Canyon Park Drive
Pelham, Alabama 35124

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:

American Land Development Corp.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Gary W Thomas, 260 Commerce Parkway, Pelham, AL 35124 for a period of one hundred twenty days beginning December 8, 1997 and expiring April 8, 1998.

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.

December 8, 1997

Date



Jim Bennett

Secretary of State



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