

State of Alabama

Shelby County

**Articles of Incorporation
of
J. D. Young Enterprises, Inc.**

The undersigned incorporator does hereby form a corporation under the Alabama Business Corporation Act, and does declare:

**Article I
Name**

The name of the corporation shall be J. D. Young Enterprises, Inc.

**Article II
Purposes**

The purpose for which this corporation is organized is to engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of Alabama.

**Article III
Authorized Shares**

The total number of shares which the corporation shall have authority to issue is One Thousand (1,000) shares of Common stock of the par value of One and no/100 Dollars (\$1.00) per share, and consisting of one class only.

**Article IV
Initial Registered Office and Agent**

The location and street address of the initial registered office of the corporation shall be 3329 Sunny Meadows Court, Birmingham, Alabama 35242-3429. The name of the corporation's initial registered agent at said address shall be John D. Young.

**Article V
Initial Board of Directors**

The name and address of the person who is to serve as the initial director until the first annual meeting of the shareholders, or until a successor is elected and qualified, is John D. Young, 3329 Sunny Meadows Court, Birmingham, Alabama 35242-3429.

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Article VI Incorporator

The name and address of the incorporator is John D. Young, 3329 Sunny Meadows Court, Birmingham, Alabama 35242-3429.

Article VII Denial of Preemptive Rights

No holder of shares of any class of this corporation shall, as such holder, have any preemptive rights in, or preemptive rights to purchase or subscribe to, any shares of this corporation, or any bonds, debentures or other securities or obligations convertible into or exchangeable with any shares of this corporation, other than such rights of conversion or exchange and such rights under options or warranties or purchase of subscription arrangements, as shall be expressly granted by the Board of Directors or Shareholders at such prices and upon such other terms and conditions as the Board of Directors, in its discretion, or the Shareholders may fix or designate.

Article VIII Limitation of Liability

A director of the corporation shall not be liable to the corporation or its shareholders for money damages for any action taken, or any failure to take action, as a director, except for (1) the amount of financial benefit received by such director to which such director is not entitled; (2) an intentional infliction of harm by such director on the corporation or its shareholders; (3) a violation of Section 10-2B-8.33 of the Code of Alabama of 1975 or any successor provision to such section; (4) an intentional violation by such director of criminal law; or (5) a breach of such director's duty of loyalty to the corporation or its shareholders. If the Alabama Business Corporation Act, or any successor statute thereto, is hereafter amended to authorize the further elimination or limitation of the liability of a director of a corporation, then the liability of a director of the corporation, in addition to the limitations on liability provided herein, shall be limited to the fullest extent permitted by the Alabama Business Corporation Act, as amended, or any successor statute thereto. The limitation on the liability of directors of the corporation contained herein shall apply, except to the extent prohibited by law, to liabilities arising out of acts or omissions occurring prior to the adoption of this Article VIII. Any repeal or modification of this Article VIII by the shareholders of the corporation shall be prospective only and shall not adversely affect any limitation on the liability of a director of the corporation existing at the time of such repeal or modification.

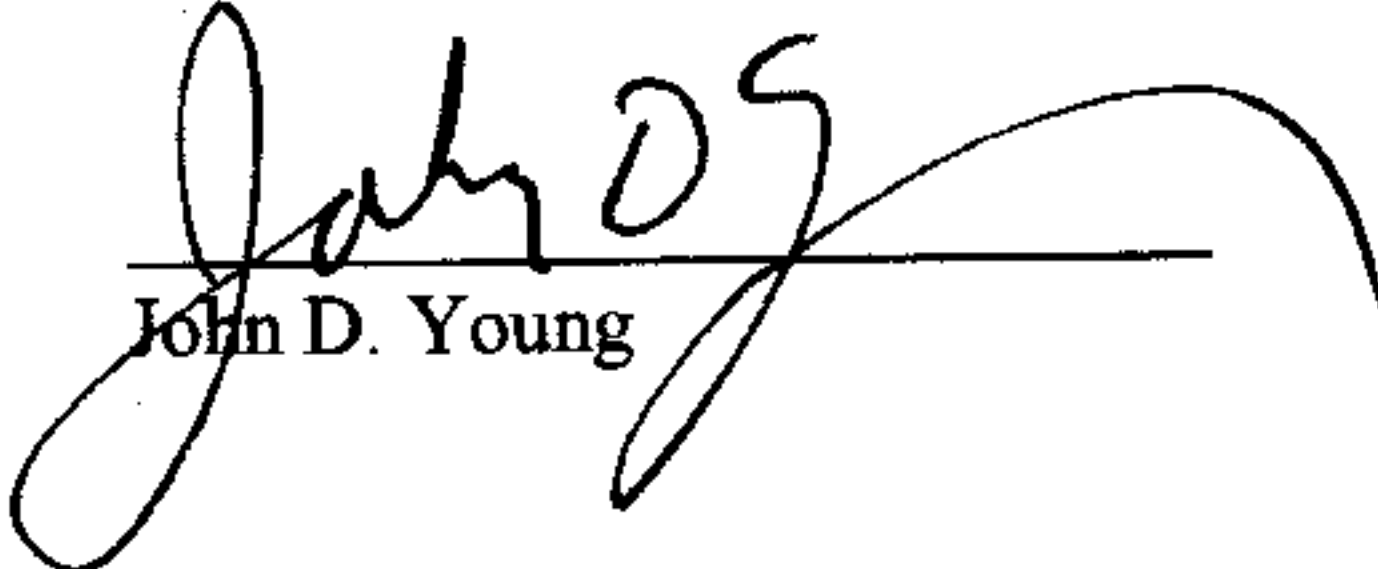
Article IX Amendment

The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation, in the manner now or hereinafter provided by law, and all rights conferred upon officers, directors, and shareholders herein are granted subject to this reservation; provided, however, that no such amendment, alteration, change, or repeal shall be effective without approval of a majority of the holders of the common stock and that no such amendment, alteration,

change, or repeal upon which the holders of any class of common stock shall be entitled to vote as a class shall be effective without the approval of a majority of the holders of that class of common stock.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto subscribed his name to these articles of incorporation on this 19 Day of February, 1998.

Incorporator



John D. Young

STATE OF ALABAMA

SHELBY COUNTY

I, the undersigned notary public in and for said county in said state, hereby certify that John D. Young, whose name as incorporator of J. D. Young Enterprises, Inc., a corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he, as such incorporator and with full authority, executed the same voluntarily for and as the act of said corporation on the day the same bears date.

Given under my hand and seal this 19 Day of February, 1998.


Notary Public

My Commission Expires: MY COMMISSION EXPIRES JULY 12, 2000

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:

J. D. Young Enterprises, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of John Young, 3329 Sunny Meadows Ct, Birmingham, AL 35242-3429 for a period of one hundred twenty days beginning February 18, 1998 and expiring June 19, 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.

February 18, 1998

Date



Jim Bennett

Secretary of State



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