

**ARTICLES OF INCORPORATION**

**OF**

**FIRST SHELBY CREDIT, INC.,**

**AN ALABAMA CORPORATION**

The undersigned, whether one or more, for the purpose of forming a corporation under the Alabama Business Corporation Act, hereby adopt the following:

**ARTICLE ONE**

**NAME**

The name of the corporation is First Shelby Credit, Inc.

**ARTICLE TWO**

**PURPOSE**

The purposes for which the corporation is organized are: to engage in consumer lending, to engage in any lawful business or activities related to the stated purpose, and to transact any or all lawful business for which corporations may be organized under the Alabama Business Corporation Act.

**ARTICLE THREE**

**REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is:

209 West College Street, Columbiana, AL 35051

The initial registered agent at that address is:

William R. Justice

Inst # 1999-08758

03/03/1999-08758  
09:54 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
004 CRH 90.00

ARTICLE FOUR

CAPITAL STOCK

The total number of shares that the corporation has authority to issue is 100 shares, all of which shall be common shares.

ARTICLE FIVE

DIRECTORS

The number of directors constituting the initial Board of Directors shall be the same number as the number of persons listed in this Article Five. The names and addresses of the persons constituting the initial Board of Directors and who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are as follows:

William T. Harrison  
Helen H. Phillips

P.O. Box 977, Columbiana, AL 35051  
P.O. Box 977, Columbiana, AL 35051

ARTICLE SIX

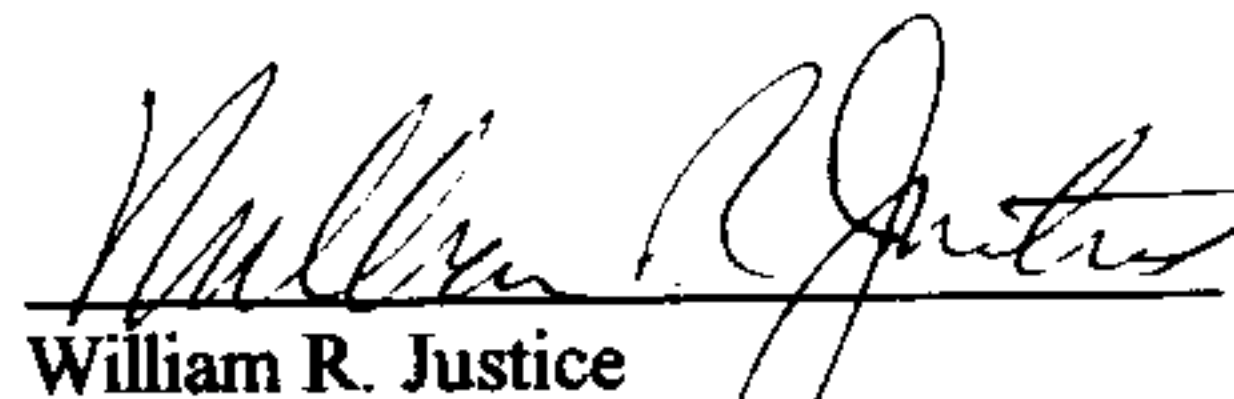
INCORPORATORS

The name and address of each incorporator is:

William R. Justice

P.O. Box 1144, Columbiana, AL 35051

Executed by the undersigned this 2nd day of March, 1999.

  
William R. Justice

This instrument was prepared by William R. Justice, attorney at law, whose address is P.O. Box 1144, Columbiana, AL 35051.

# 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:

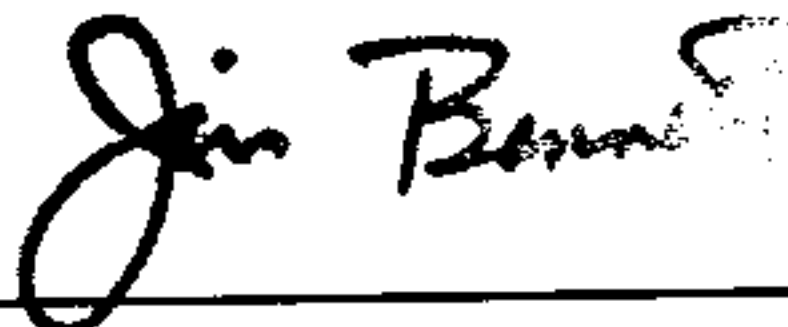
First Shelby Credit, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of William R. Justice, PO Box 977, Columbiana, AL 35051 for a period of one hundred twenty days beginning February 25, 1999 and expiring June 26, 1999.

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 25, 1999

Date



Jim Bennett

Secretary of State



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