

PREPARED BY:

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STATE OF ALABAMA)
SHELBY COUNTY)

Inst # 1999-18661

05/05/1999-18661
09:07 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 HHS 90.00

**ARTICLES OF INCORPORATION
OF
BORDER MAGIC OF ALABAMA, INC.**

The undersigned, acting as incorporator of a corporation under the Alabama Business Corporation Act, §10-2B-2.01 and §10-2B-2.02 Code of Alabama, adopts the following Articles of Incorporation:

1. The name of the Corporation is: **BORDER MAGIC OF ALABAMA, INC.**
2. The period of its duration is perpetual.
3. The purpose or purposes for which the corporation is organized are the transaction of any and all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act, including, but without limitation, the installation of garden and plant bed dividers, and other related business.
4. (a) The aggregate number of shares which the corporation shall have authority to issue is 5,000 shares of common stock, par value of One (\$1.00) Dollar per share.

(b) All issued and outstanding shares shall have the same preferences and relative rights, including, without limitation, (i) unlimited voting rights for all purposes at the rate of one (1) one vote per share; and (ii) the right to receive the net assets of the corporation upon dissolution.
5. The location and mailing address of the initial registered office of the corporation is **2633 Chandafern Circle, Pelham, Alabama 35124** and the name of its initial registered agent

at such address is ROBIN RENEE DYER.

6. The number of directors constituting the initial Board of Directors of the corporation is two (2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are as follows:

<u>Name:</u>	<u>Address:</u>
JOHN ALONZO JACOBS	2629 Chandafern Pelham, Alabama 35124
ROBIN RENEE DYER	2633 Chandafern Circle Pelham, Alabama 35124

7. The names and addresses of the incorporators of the corporation are as follows:

<u>Name:</u>	<u>Address:</u>
JOHN ALONZO JACOBS	2629 Chandafern Pelham, Alabama 35124
ROBIN RENEE DYER	2633 Chandafern Circle Pelham, Alabama 35124

8. No shareholder of the corporation shall be entitled as a matter of right to subscribe for, purchase, receive or acquire as a preemptive right any shares of stock, or other securities convertible into stock, of the corporation which it may issue, or sell, whether out of the number of shares thereof now or hereafter authorized or out of shares now or held in its' treasury, but all such additional shares of stock or other securities may be issued or disposed of by the Board of Directors to such persons and upon such terms as in its' absolute discretion it may deem advisable.

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.

10. A Director of the corporation shall have no liability to the corporation or its' shareholders for money damages for any

action taken, or any failure to take any action, as a director except liability for (a) the amount of financial benefit received by the Director to which he or she is not entitled; (b) an intentional infliction of harm on the corporation or shareholders; (c) a violation of §10-2B-8.33 of the Alabama Business Corporation Act; (d) an intentional violation of criminal law; or (e) a breach of the director's duty of loyalty to the corporation or its' shareholders.

The undersigned, acting as the incorporator of the corporation named herein in accordance with the Alabama Business Corporation Act, hereby executes these Articles of Incorporation, this 5th day of May, 1999.

INCORPORATORS:


JOHN ALONZO JACOBS


ROBIN RENEE DYER

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:

Border Magic of Alabama, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Joseph Fawal, 1330 21st Way South, Birmingham, AL 35205 for a period of one hundred twenty days beginning April 27, 1999 and expiring August 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.

April 27, 1999
Date

Jim Bennett

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

Secretary of State

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