Inst # 1999-29719

ARTICLES OF INCORPORATION
OF
JARED CONSTRUCTION, INC.

The undersigned, for the purpose of forming a corporation under the Alabama Business Corporation Act, hereby adopt the following articles of incorporation:

ARTICLE ONE
NAME

The name of the corporation is Jared Construction, Inc.

The purposes and objects for which the Corporation is formed are:

(1) To build and sell houses.

(2) To make loans on mortgages secured by real estate and to do all things incident to or in furtherance of the ownership, collection and liquidation of such loans.

(3) To purchase, acquire, sell, dispose of and otherwise deal in negotiable and nonnegotiable instruments of all kinds, whether secured by mortgage or otherwise and to do all things incident to or in furtherance of the ownership and liquidation of such items.

(4) To acquire all or any of the good will, rights, property and business of any person, firm, corporation or association, and to hold, utilize, enjoy and in any manner dispose of the whole or any of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, corporation or association.

(5) To apply for, obtain, purchase or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae and the like, which may seem capable of being used for any of the purposes of the Corporation and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(6) To borrow money for any of the purposes of the Corporation, and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon by mortgage upon or pledge or conveyance or assignment in trust of the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at he time owned or thereafter acquired, and to sell, pledge, discount, or otherwise dispose of such bonds, note or other obligations of the Corporation for its corporate purposes.

(7) To guarantee the obligation of any person, corporation or association.

(8) To have the power to conduct and carry on any business or activity not prohibited by law, nor required to be specifically stated in these articles.

(9) To act as receiver or agent for any person or corporation or in respect to any lawful undertaking or transaction.

(10) To lend its aid and credit to any person, firm, or corporation.

(11) To do each and everything necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any or more of the objects herein enumerated.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The purposes for which the corporation is organized are to engage in the operation of any lawful business or activities related to the stated purpose; and to engage in any lawful act or activity for which corporations may be organized under the Alabama business Corporation Act.

ARTICLE FOUR
REGISTERED OFFICE

4.01 The street address of the initial registered office of the corporation is 3421 Westover Road, Harpersville, Alabama 35078.

4.02 The initial registered agent at that address is Rickey W. Johnson, at 3421 Westover Road, Harpersville, Alabama 35078.

ARTICLE FIVE
CAPITAL STOCK

The total number of shares that the corporation has authority to issue is 100 shares, par value of $1.00 each all of which shall be common shares.

ARTICLE SIX
SHARE CERTIFICATE

Each certificate representing shares of capital stock of the Corporation now or hereafter held by the Shareholders will be stamped with the legend as follows, to-wit:

The shares of stock represented by this certificate and the transfer thereof are subject to all of the terms and provisions of an agreement dated the 2nd day of June, 1999, providing in substance that any minority stockholder desiring to sell all or any part of her stock in the corporation must first offer it to the Corporation and then to the majority stockholder in a manner therein set forth before selling or otherwise disposing of it to a nonstockholder. A copy of such agreement may be inspected by the holder of this certificate at the principal office of the corporation.

ARTICLE SEVEN
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 Seven. 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:

NAME	ADDRESS
Rickey W. Johnson	3421 Westover Road Harpersville, AL 35078
Lewis W. Johnson	3711 Blue Springs Road Wilsonville, AL 35186

INCORPORATORS

The names and addresses of the incorporators are:

NAME	ADDRESS
Rickey ~~W.~~ Johnson	3421 Westover Road Harpersville, AL 35078
Lewis W. Johnson	3711 Blue Springs Road Wilsonville, AL 35186

ARTICLE EIGHT
SUBCHAPTER S ELECTION

The Corporation shall file the documents necessary to qualify the Corporation as an S Corporation under Subchapter S of the Internal Revenue Code and the Shareholders agree to execute the documents necessary to obtain such qualification. The Subchapter S election shall be terminated or revoked only upon the affirmative vote or written consent of the majority of the holders of outstanding shares of the Corporation, and the Shareholders shall not execute documents revoking the Subchapter S qualification unless such vote or consent is first obtained. Each Shareholder agrees not to transfer her shares, other than as provided in this agreement, voluntarily or by operation of law (including transfers caused by her death or legal incapacity), or otherwise cause the Subchapter S election to be terminated or revoked. The Corporation shall not unfairly withhold corporate earnings or distributions from any shareholder and shall not terminate the employment of any shareholder, except as otherwise provided in this Agreement.

We, **THE UNDERSIGNED**, have subscribed our hands and seals in the City of Columbiana, this the 8 day of June, 1999.

Rickey W. Johnson
Rickey W. Johnson, Incorporator

Lewis W. Johnson
Lewis W. Johnson, Incorporator

This instrument was prepared by William P. Powers, whose address is P.O. Box 1626, Columbiana, Alabama 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:

Jared Home Builders, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Rickey Johnson, 1500 Westover Rd, Harpersville, AL 35078 for a period of one hundred twenty days beginning December 7, 1998 and expiring April 7, 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.

December 7, 1998

Date

Jim Bennett

Jim Bennett **Secretary of State**

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07/15/1999-29719
03:06 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
006 CRH 90.00