

Prepared by:
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Attorney At Law
111 North Chalkville Road
Trussville, Alabama 35173

ARTICLES OF INCORPORATION

AND CHARTER OF

G AND A HAULERS, INC.

A CORPORATION

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, desires to become a body corporate for the purposes hereinafter stated, under and pursuant to the provisions of Title 10-2B-1.1, et seq., of the Code of Alabama of 1975:

ARTICLE I

The name of the corporation shall be G and A Haulers, Inc.

ARTICLE II OBJECTS

The object for which this corporation is formed is:

- (a) To operate a trucking enterprise to the public at large, for the purpose of hauling and transporting.
- (b) To borrow money for any of the purposes of this Corporation, and to issue bonds, debentures, debenture stock, notes and other obligations therefore, without security, or secured by pledge or mortgage of the whole, or any part of its property, either real or personal; and to draw, make and accept, endorse, discount, guarantee, execute and issue promissory notes, bills of exchange, drafts, warrants and all kinds of instruments. To guarantee the obligations of any person, firm or corporation. To lend its aid and credit to any person, firm or corporation.
- (c) To purchase, lease or otherwise acquire, hold and own, and market, sell, convey, lease or otherwise dispose of office equipment, furniture, fixtures, tools, appliances, devices, supplies, motor vehicles and conveyances of every kind and description, and equipment of all kinds necessary or incidental to the business purposes and objects set out.
- (d) To protect the business of the Corporation or any part thereof by a trademark, trade-names or any distinguishing name or title, and to acquire or take over the trade-names, trade-marks, process, formulas, patent rights, inventions and apparatus useful and convenient in the conduct of said business of the corporation.

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(e) To acquire the property, rights, franchises, certificates and goodwill, including the whole or any part of the assets, and therewith, assume and guarantee such liabilities of any person, firm, association or other corporation, as this Corporation may lawfully acquire or assume; to pay for the same in cash or in stocks or bonds of this Corporation or otherwise.

(f) The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the Corporation.

(g) To do any and all things herein set forth, and in addition, such other acts and things as are necessary or convenient to the attainment of the purposes of this Corporation, or any of them, to the same extent as natural persons lawfully might or could do in any part of the world, insofar as such acts are permitted to be done by a Corporation or organization under the General Corporation Act of the State of Alabama.

(h) To establish lines of credit with banking houses for the purposes hereinbefore enumerated and set forth, and to incur indebtedness, and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale, or other disposition of warrants, bonds, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of any kind, whether secured by mortgage, pledge, deeds of trust, or otherwise for the purpose of adding additional capital, or for any other purposes in or about the business or affairs, without limits as to the amount accepted provided by statute, this is to be done on such terms and conditions, and by such officers as said banking house or houses may require.

(i) To transact any or all lawful business for which corporations may be incorporated under this chapter.

ARTICLE III

PRINCIPAL OFFICE

The location of the principal office of the corporation within the State of Alabama shall be:

G and A Haulers, Inc.
120 Glen Abbey Lane
Alabaster, Alabama 35007

which is located in Shelby County. It may maintain such other offices elsewhere, within or without the State of Alabama, as its Board of Directors may from time to time determine.

ARTICLE IV

CAPITAL STOCK

The amount of the total authorized capital stock of the Corporation shall be One Hundred (100) shares of the par value of Ten Dollars (\$10.00) each. The Corporation shall begin business with a capital stock of One Thousand Dollars (\$1,000.00), all of which will be paid in cash or its equivalent before the Corporation begins business. All of the above stock shall be common stock, and the Corporation will have no other class of stock when it begins business.

ARTICLE V
INCORPORATION

The names and addresses of the incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Gary Evan Morrison	120 Glen Abbey Lane Alabaster, Alabama 35007

ARTICLE VI
AGENT

The name and post office address of the agent and the initial registered office designated by the incorporator to receive process of service of the Corporation is:

Gary Evan Morrison
120 Glen Abbey Lane
Alabaster, Alabama 35007

ARTICLE VII
DIRECTORS AND OFFICERS

The name and post office address of the Director and Officers of the Corporation chosen for the first years are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Gary Evan Morrison	120 Glen Abbey Lane Alabaster, Alabama 35007	President Secretary Treasurer Director

ARTICLES VIII
DURATION

The duration of the Corporation shall be perpetual.

ARTICLES IX
BY-LAWS

All corporate powers of the Corporation shall be exercised by the Board of Directors, except as otherwise provided by law. The date of which the Directors' Meetings shall be held,

the number of Directors, their terms of office, and the terms of office of the officers, shall all be fixed by the By-Laws of the Corporation. Other officers than those named herein may be created by the By-Laws and filed in by the Board of Directors. The Corporation shall have power to make By-Laws for the regulations and government of the Corporation, its agents, servants and officers, and for all other purposes not inconsistent with the Constitution and Laws of the State of Alabama. Each share of stock shall have one vote at any meeting of the stockholders and may be voted by the stockholder of record, either in person or by proxy, and no stock other than designated common stock shall have a voting right.

ARTICLE X

The Corporation reserves the right to create any preferred or special class stock and bonds and to amend or repeal any provisions contained in the Articles of Incorporation, or any amendment thereof, in the manner now or hereinafter provided by the Laws of the State of Alabama. All rights of the Stockholders of the Corporation are created to the aforesaid reservations.

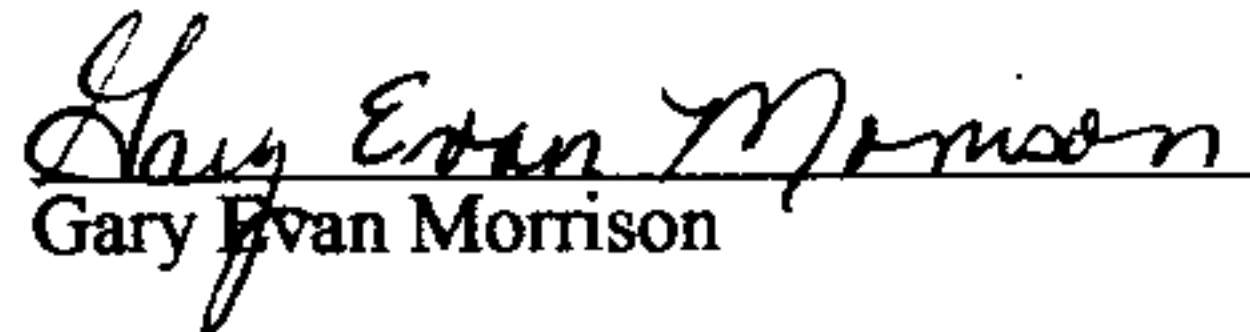
ARTICLE XI

This Corporation shall have the right to purchase shares of its own capital stock from time to time in such amounts and at such price as may be fixed by the Board of Directors at the time acting, and may either reissue such stock so acquired or hold the same as treasury stock, subject to later reissue as the said Board of Directors may desire.

ARTICLE XII

This Corporation shall have a lien on the shares of its stockholders for any debt or liability incurred to it by a stockholder before notice of transfer or levy on such shares.

IN WITNESS WHEREOF, I the undersigned, being the incorporator have hereunto set my hand and seal this 6 of December, 1999, at Trussville, Jefferson County, Alabama.

 (L.S.)
Gary Evan Morrison

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:

G and A Haulers, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Les Ennis, 111 North Chalkville Road, Trussville, AL 35173 for a period of one hundred twenty days beginning December 3, 1999 and expiring April 2, 2000.



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 3, 1999

Date

Jim Bennett

A handwritten signature in dark ink, appearing to read 'Jim Bennett', is written over a horizontal line.

Secretary of State

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