

**ARTICLES OF INCORPORATION**

**OF**

**SOUTHERN HERITAGE LAW  
A PROFESSIONAL CORPORATION**

**STATE OF ALABAMA**

)

**SHELBY COUNTY**

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**TO: THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA**

Inst # 2000-45596

12/29/2000-45596  
04:12 PM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
007 KMB 105.00

I, the undersigned, desiring to become a body corporate, do hereby file the following Articles of Incorporation, pursuant to Code of Alabama, 1975, Section 10-4-380 et. seq., and the undersigned incorporator does hereby make and subscribe her name to these Articles.

**ARTICLE ONE - NAME**

The name of the corporation shall be: **SOUTHERN HERITAGE LAW]**

**A PROFESSIONAL CORPORATION**

**ARTICLE TWO - OBJECTS**

The organization is organized for the purpose of carrying out and transacting all business which may lawfully be carried out and transacted by a corporation in the State of Alabama, including, but not limited to, the following enumerated objects: to engage through its duly licensed qualified persons, in the practice of law, the sale of title insurance, and the extension of credit in connection therewith; and the ownership, acquisition and sale of real and property in connection therewith.

**ARTICLE THREE - DURATION**

The duration of the corporation shall be perpetual.

**ARTICLE FOUR - AUTHORIZED CAPITAL STOCK**

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The total authorized capital stock shall be \$100.00 consisting of \$1,000 shares of common stock with a par value of \$0.10 (ten cents) per share. All stock shall be common stock and shall be non assessable. The amount of capital which all corporation shall begin business with shall be \$100.00, consisting of 1000 shares of common stock of the par value of \$0.10 (ten cents) per share, with \$1000.00 as excess paid-in-capital, all of which shall be paid in.

#### **ARTICLE FIVE - AGENT RECEIVE SERVICE OF PROCESS**

The agent of the corporation to receive service of process shall be Betty J. Shinn, whose address is 1973-C Chandalar Drive, Pelham, Alabama 35124.

#### **ARTICLE SIX - AGENT TO RECEIVE SUBSCRIPTIONS**

The name and post office address of the agent authorized and designated to receive subscription to the capital stock is: Betty J. Shinn, at 1973-C Chandalar Drive, Pelham, Alabama 35124.

#### **ARTICLE SEVEN - INCORPORATORS, DIRECTORS AND OFFICERS**

A. NAMES AND ADDRESSES OF INCORPORATORS: The names and addresses of the incorporators, and the number of shares of stock subscribed by each is as follows:

Betty J. Shinn	1973-C Chandalar Drive Pelham, Alabama 35124	1,000 shares
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B. NAMES AND ADDRESSES OF DIRECTORS: The names and addresses of the initial directors chosen for the first year are as follows:

Betty J. Shinn	1973-C Chandalar Drive	Pelham, Alabama 35124
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C. NAMES AND ADDRESSES OF OFFICERS: The names and addresses of the officers for the first year are as follows:

President:	Betty J. Shinn	1973-C Chandalar Drive	Pelham, Alabama 35124
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Secretary & Treasurer	Betty J. Shinn	1973-C Chandalar Drive	Pelham, Alabama 35124
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## **ARTICLE EIGHT - POWERS**

The corporations shall possess all of the powers necessary to conduct the undertakings or business which it may lawfully engage in, and to carry out the objects expressed herein in Article Two and all those powers expressly conferred on corporation by the laws of the State of Alabama, as well as those necessarily implied, together with the following additional powers:

- a) To lend money and to make security therefor, or to borrow money and give security therefor, on such terms as to the Board of Directors may seem proper and necessary; and
- b) To purchase, acquire and own shares of its own capital stock, or the capital stock of any other corporation; and
- c) To engage in all businesses such as natural persons may engage in, which are not inconsistent with the provisions of the laws of the State of Alabama pertaining to corporations; and
- d) To be a general or limited partner in any venture which the Board of Directors thinks advantageous to the interests of the corporations and its shareholders.

## **ARTICLE NINE - RESTRICTIONS ON STOCK**

Each share of the capital stock shall be subject to a condition that the transfer of such stock is restricted in that such stock may not be sold to any person or organization which is not then currently a stockholder in the corporation without first tendering the shares to the corporation by notice addressed to the Board of Directors, and then in turn to the other stockholders of the corporation in proportion to their then existing share ownership interests (after disregarding the shares being offered for sale) at the same price and on the same terms as offered to the proposed purchaser. A copy of the offer to purchase or sell must be sent to the Board of Directors with the notice. If it is necessary in order to fairly distribute the shares to the existing shareholders, then fractional shares shall be authorized. All shares and the ownership and transfer thereof shall be subject to the provisions of Code of Alabama, 1975, Sections 10-4-388 and 10-4-389.

Each share of capital stock and certificate representing the same bear a notice referring to this restriction.

The corporation shall not be obligated to transfer on its books or to recognize for voting or any other purpose any stock sale not conforming with this Article.

## **ARTICLE TEN - REGISTERED OFFICE**

The corporation's registered office shall be located at 1973-C Chandalar Drive, in Pelham, Alabama.

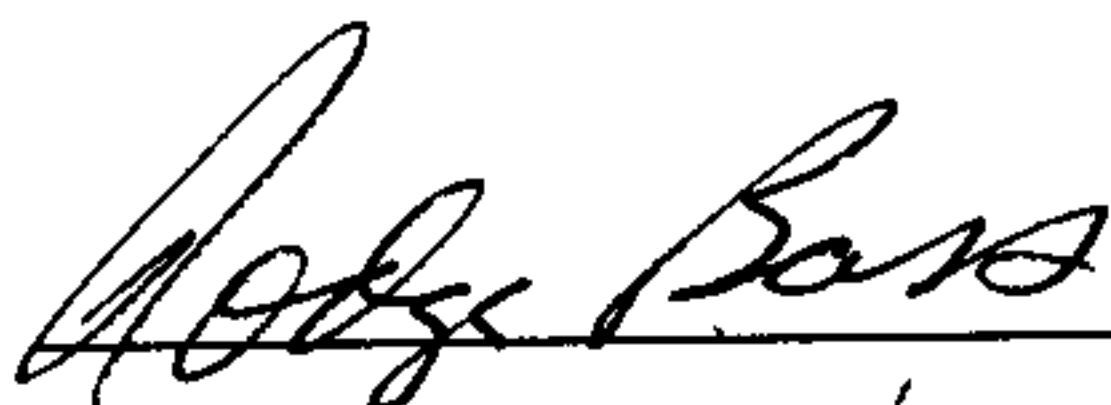
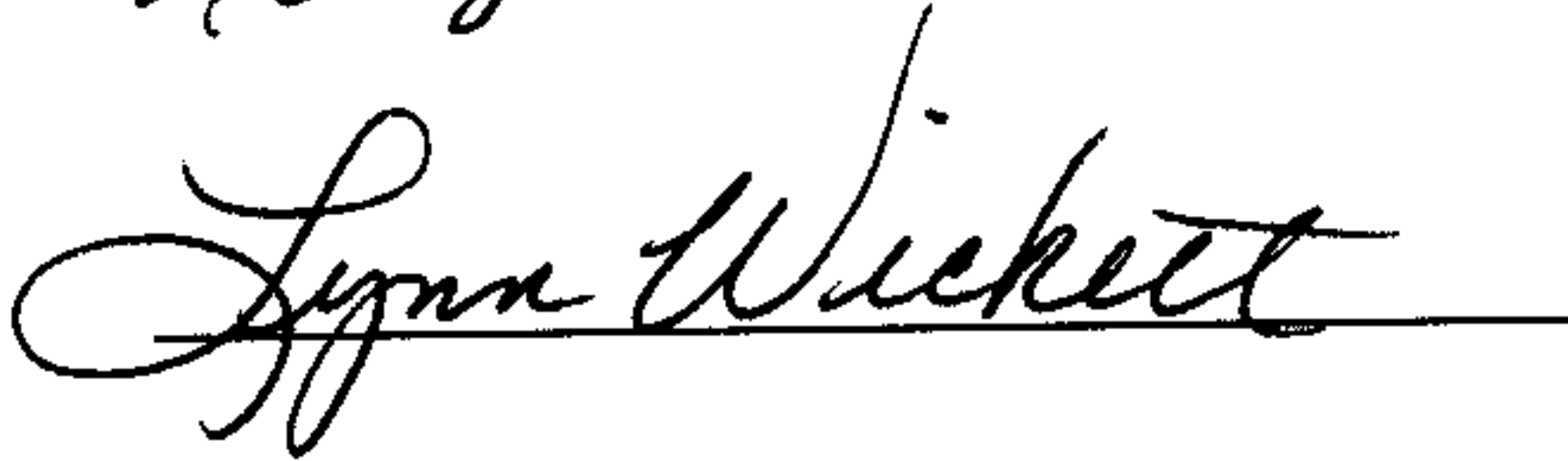
#### ARTICLE ELEVEN - MISCELLANEOUS

Attached hereto as Exhibit "A" is the statement under oath of Betty J. Shinn, the person authorized and designated herein in Article Five, as the agent to receive subscriptions for the capital stock of the corporation, which said affidavit shows the amount of capital stock which has been subscribed and paid in.

IN WITNESS THEREOF, the undersigned incorporator has hereunto subscribed her name on this 29th day of the month of December, 2000, at Pelham, Alabama.

  
Betty J. Shinn, Incorporator

WITNESSES:

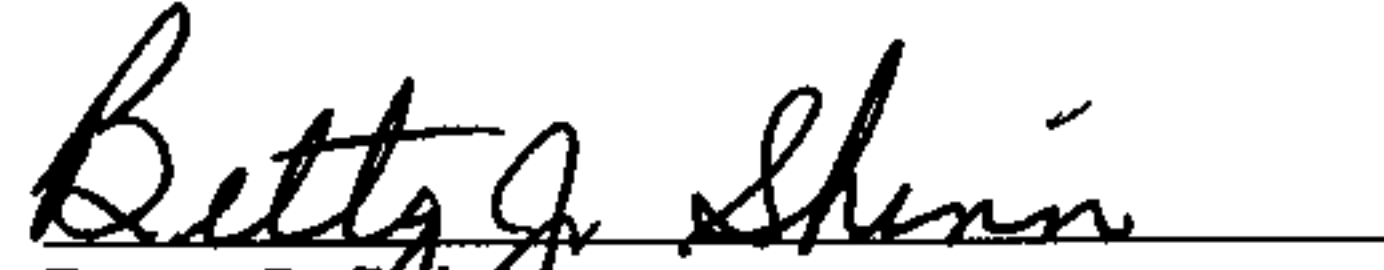
  


THIS INSTRUMENT PREPARED BY:

Betty J. Shinn, Attorney at Law  
1973-C Chandalar Drive  
Pelham, Alabama 35124

### AFFIDAVIT OF BETTY J. SHINN

1. My name is Betty J. Shinn. My address is 1973-C Chandalar Drive, Pelham, Alabama 35124.
2. I have paid in \$1,000.00 for capital stock, which has been subscribed for 1,000 shares.


  
Betty J. Shinn

### ACKNOWLEDGMENT

STATE OF ALABAMA)  
SHELBY COUNTY )

Before me, the undersigned, a Notary Public, in and for said state and said county, personally appeared Betty J. Shinn, who is known to me, and, after being duly sworn, deposes and says that she has read the foregoing, understands the contents thereof, and that the same are true and correct to the best of her personal knowledge.

This the 29<sup>th</sup> day of December, 2000.

  
Notary Public

My commission expires: 1/16/01



# 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:

Southern Heritage Law, A Professional Corporation

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Betty Shinn, 1973 Chandalar Dr, Pelham, AL 35124 for a period of one hundred twenty days beginning September 12, 2000 and expiring January 11, 2001.



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.

September 12, 2000  
Date

  
Jim Bennett

Secretary of State

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SHELBY COUNTY JUDGE OF PROBATE  
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