

ARTICLES OF INCORPORATION
OF
JFJ, Inc.

The undersigned, acting as incorporator of a corporation under Title 10, Chapter 2B, Code of Alabama, adopts the following Articles of Incorporation for such corporation:

FIRST:

The name of the corporation is **JFJ, Inc.**

SECOND:

The period of its duration is perpetual.

THIRD:

The purposes for which the corporation is organized are to serve as an real estate development and consulting company, including purchase, development and sale of real estate both for residential and commercial purposes, and for business consulting in a variety of industries, including foundry and heavy industry, and further to perform any and all acts and to engage in the transaction of any and all lawful business for which corporations may be incorporated under this chapter.

FOURTH:

The aggregate number of shares which the corporation shall have authority to issue is 1000 shares of common stock with a par value of \$1.00 per share.

FIFTH:

Provisions for the regulation of the internal affairs of the corporation are contained in its Bylaws.

SIXTH:

The address of the initial registered office of the corporation is 929 Paradise Point Drive, Columbiana, Alabama 35051, and the name of its initial registered agent at such address is Joe Franklin Johnson, Sr.

SEVENTH:

Inst # 2001-24021

**06/12/2001-24021
10:10 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
004 MB 105.00**

The number of directors constituting the initial board of directors of the corporation is one, and the name and address of the person who is to serve as the director until the first annual meeting of shareholders or until his successor is elected and shall qualify is Joe Franklin Johnson, Sr., 929 Paradise Point Drive, Columbiana, Alabama 35051.

EIGHTH:

The name and address of the incorporator is Joe Franklin Johnson, Sr., 929 Paradise Point Drive, Columbiana, Alabama 35051.

NINTH:

This is a Subchapter S corporation within the meaning of the Section 1372(a) of the Internal Revenue Code.

TENTH:

The corporation indemnifies the shareholders, officers and directors from any money damages incurred by reason of actions done in their official capacity in good faith and in the reasonable belief that the action or actions were done in the best interest of the corporation; and in all other cases, that the conduct was at least not opposed to the company's best interest; and for conduct that the officers and/or directors had no reasonable cause to believe was unlawful.

The corporation further indemnifies the shareholders, officers and directors from any money damages incurred by reason of their failure to take any action in their official capacity if done in good faith and in the reasonable belief that their conduct was in the best interest of the corporation.

Notwithstanding the foregoing, the corporation specifically excludes from the above noted indemnity liability for (a) the amount of a financial benefit received by a director to which he or she is not entitled; (b) an intentional infliction of harm on the corporation or the shareholders; (c) a violation of Section 10-2B-8.33; (d) an intentional violation of criminal law; or (e) a breach of the director's duty of loyalty to the corporation or its shareholders.

IN WITNESS THEREOF, the undersigned incorporator executed these Articles of Incorporation on this the 7th day of June 2001.


Joe Franklin Johnson Sr., Incorporator

This instrument prepared by:

✓ Don F. Wiginton
WIGINTON & ADAIR, LLC
200 Office Park Drive, Suite 314
Birmingham, Alabama 35223-2456

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:

JFJ, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Don Wiginton, 200 Office Park Dr Ste 314, Birmingham, AL 35233 for a period of one hundred twenty days beginning May 30, 2001 and expiring September 28, 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.

May 30, 2001

Date



Jim Bennett

Secretary of State

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