

**ARTICLES OF INCORPORATION
Of
ICG, Inc.**

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Alabama, hereby adopt(s) the following Articles of Incorporation:

Inst # 2001-41208
09/24/2001-41208
02:03 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
006 CH 105.00

**ARTICLE I
CORPORATE NAME**

This name of this corporation is ICG, Inc.

**ARTICLE II
INITIAL PRINCIPAL OFFICE**

The mailing address of the corporation's initial principal office is:

637 Meadow Ridge Drive
Birmingham, AL 35242

**ARTICLE III
SHARES**

The total number of shares which the corporation shall have authority to issue is 100 shares with a par value of \$1.00 per share.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Jennifer N. Atkinson
ICG, Inc.
637 Meadow Ridge Drive
Shelby County
Birmingham, AL 35242

ARTICLE V PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

ARTICLE VI DIRECTORS

The name and residence addresses of the persons constituting the initial board of directors are:

Jennifer N. Atkinson
637 Meadow Ridge Drive
Birmingham, AL 35242

After initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VII FISCAL YEAR

The fiscal year of the corporation will end each year on December 31.

ARTICLE VIII OFFICERS

The following persons will be elected to fill the respective offices:

President:	Jennifer N. Atkinson
Address:	637 Meadow Ridge Drive
City, State, Zip:	Birmingham, AL 35242
Telephone:	(205) 991-9742

Vice President:	Jennifer N. Atkinson
Address:	637 Meadow Ridge Drive
City, State, Zip:	Birmingham, AL 35242
Telephone:	(205) 991-9742

Treasurer: Jennifer N. Atkinson
Address: 637 Meadow Ridge Drive
City, State, Zip: Birmingham, AL 35242
Telephone: (205) 991-9742

Secretary: Jennifer N. Atkinson
Address: 637 Meadow Ridge Drive
City, State, Zip: Birmingham, AL 35242
Telephone: (205) 991-9742

Business transactions between the corporation and its officers and directors will be allowed.

ARTICLE IX SHAREHOLDERS

Name: Jennifer N. Atkinson
Address: 637 Meadow Ridge Drive
City, State, Zip: Birmingham, AL 35242
Telephone: (205) 991-9742
Percentage of ownership of corporation: 100.00%
Amount to contribute: \$100.00

ARTICLE X OTHER PROVISIONS

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

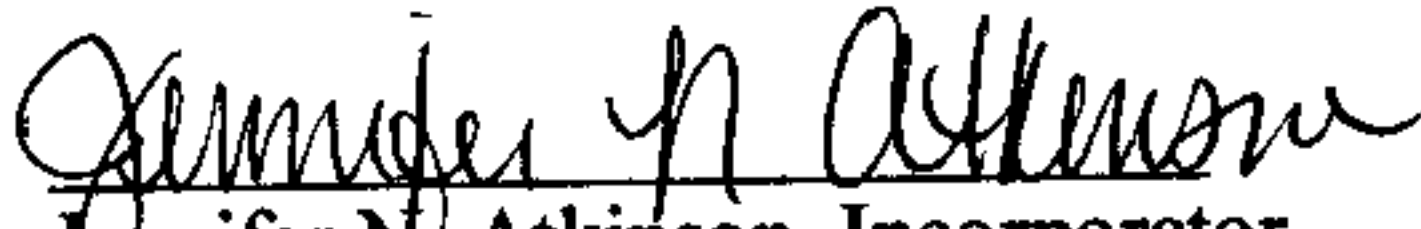
Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Corporate Seal. The corporation shall have no corporate seal.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. The President or Vice-President may execute all other instruments executed by the corporation, including a release of mortgage or lien. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

CERTIFICATION

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.


Jennifer N. Atkinson, Incorporator
637 Meadow Ridge Drive
Birmingham, AL 35242

State of Alabama, County of Shelby, Ss:

Subscribed and sworn to (or affirmed) before me this 24 day of September 2001.


Notary Public

MY COMMISSION EXPIRES
OCTOBER 26, 2004.

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:

ICG, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Carey Atkinson, 637 Meadow Ridge Dr, Birmingham, AL 35242 for a period of one hundred twenty days beginning September 14, 2001 and expiring January 13, 2002.



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 14, 2001

Date

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

Jim Bennett

Secretary of State

Inst # 2001-41208
09/24/2001-41208
02:03 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
006 CH 105.00