

STATE OF ALABAMA)

COUNTY OF SHELBY)

**ARTICLES OF INCORPORATION
OF
BRILEY ENTERPRISES, INC.**

1. The name of the corporation is **Briley Enterprises, Inc.**

2. The principal and registered office or place of business of the corporation is 434 Chase Plantation Parkway, Hoover, Alabama 35244. The registered agent of said corporation is **Barry Mohl** at said above address.

3. The term of existence may be perpetual.

4. The purpose(s) for which the corporation is organized is as follows:

The transaction of any and all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act, including, but not limited to, providing packaging, copying, printing, and shipping services.

5. The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares of common stock, par value \$1.00 per share.

6. The names and addresses of the incorporators: Barry Mohl, 434 Chase Plantation Parkway, Hoover, Alabama 35244, and Lorna Mohl, 434 Chase Plantation Parkway, Hoover, Alabama 35244.

7. The names and addresses of the Directors: Barry Mohl, 434 Chase Plantation Parkway, Hoover, Alabama 35244, and Lorna Mohl, 434 Chase Plantation Parkway, Hoover, Alabama 35244.

8. Officers of the corporation are:

President - Barry Mohl

Secretary/Treasurer – Lorna Mohl

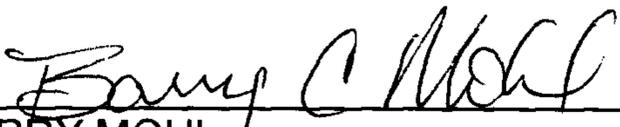
9. The corporation may elect to become a Subchapter S corporation, subject to accountant's advice.

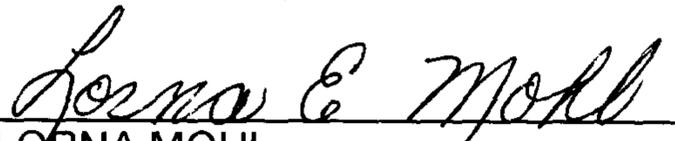
10. The corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge and transfer or otherwise dispose of its own shares. Purchases by the corporation of its own shares, whether direct or indirect, may be made to the extent of unreserved and unrestricted earned surplus and capital surplus of the corporation available therefore.

11. The corporation shall have and may exercise any and all powers which a corporation incorporated under the Alabama Business Corporation Act may have and exercise. Without in any way limiting the foregoing, this corporation shall have the power to endorse, or otherwise guarantee, or become a surety with respect to, or obligate itself for, without becoming liable therefore, nevertheless, to pledge or mortgage all or any part of its properties to secure the payment of the principal of, and interest on, or either thereof, any bonds including construction or performance bonds, debentures, notes, scrip, coupons, contracts or other obligations or evidences of indebtedness, or the performance of any contract, lease, construction, performance or other bond, mortgage, or obligation of any other corporation or association, domestic or foreign, or of any firm, partnership, joint venture, or other person whatsoever, in which this corporation may have a lawful interest, or on account of, or with respect to, any transaction in which this corporation shall receive any lawful consideration, advantage or benefit, on any account whatsoever. Irrespective of any other profit, consideration, if any, and irrespective of the relative net worth of the corporations, associations, or persons involved, and of the relative amounts of obligation involved, this corporation shall be deemed to have a lawful interest in any corporation, association, or person:

- A. which owns stock in this corporation, or
- B. which owns stock in another corporation, which owns stock in this corporation, or
- C. in which this corporation owns stock, or
- D. in which another corporation owns stock which also owns stock in this corporation, or
- E. in which any one or more persons who own stock in this corporation also owns stock, or
- F. which or who has entered into any contractual arrangement pursuant to which any such corporation or person undertakes corresponding or like obligations of endorsement, guarantee, or suretyship, with respect to all or any such obligations, evidence of indebtedness, or contracts of this corporation, or which may engage with this corporation, in the common facilities or services.

IN WITNESS WHEREOF, the undersigned incorporators executed these Articles of Incorporation on this the 17 day of March, 2003.


BARRY MOHL


LORNA MOHL

✓ This Document Prepared By:
William E. Swatek, Esq.
230 Bearden Road
Pelham, AL 35124

Nancy L. Worley
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Nancy L. Worley, 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:

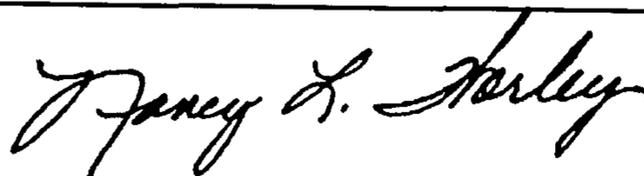
Briley Enterprises, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of William E Swatek, 230 Bearden Road, Pelham, AL 35124 for a period of one hundred twenty days beginning March 12, 2003 and expiring July 11, 2003.

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.

March 12, 2003

Date



Nancy L. Worley

Secretary of State

