

**CERTIFICATE OF INCORPORATION  
OF  
HOUSES 'R' US, INC.**

**TO THE HONORABLE JUDGE PATRICIA Y. FUHMEISTER  
JUDGE OF PROBATE OF  
JEFFERSON COUNTY, ALABAMA**

I, the undersigned, desiring to become a body corporate, do hereby file the following Certificate of Incorporation, pursuant to the laws of the State of Alabama, and the undersigned, Incorporated do hereby make and subscribe their names to this Certificate.

**ARTICLE I**

The name of the Corporation shall be: Houses 'R' Us, Inc. (the "corporation").

**ARTICLE II**

The objects for which the Corporation is formed are:

The nature of the business of the Company and its objects, purposes and powers are to conduct the business, buying, selling and otherwise dealing in and with real estate, as principal agent, broker, commission merchant, or in any other lawful capacity, and to do everything necessary, suitable, or proper for the accomplishment of any of these purposes or any objective incidental to or connected with any of these purposes. Further, to buy, sell, encumber, lease, or otherwise deal in or dispose of real property, personal property and fixtures, however denominated, to give and take security interest in goods, to cause same to be attached and perfected, and to borrow or lend money for any Company purpose enumerated or not specifically enumerated herein. Additionally to be in the business of preparing and/or developing land for any and all residential and/or commercial

purposes. Further to be in the business of purchasing, setting up and distribution of manufactured, modular and/or traditional “stick-built” homes and offices. This corporation will be involved with any and all types of septic tank, sewage and water related activities and will perform all types of structural and foundation work for residences and commercial buildings including but not be limited to concrete foundations, driveways and all roadways. Furthermore this corporation will perform any and all types of electrical work for residential and commercial purposes. Additionally this corporation will be involved with any and all services associated with the maintenance of residential and/or commercial properties. This corporation will be involved with all types of lawn care, landscape settings, landscape plans, ornamental turf pest control both restricted and non-restricted use, and insect and termite control. Also, to construct buildings, machinery, or equipment, to purchase, acquire, sell, or otherwise dispose of same, and to sell, acquire, purchase, register, apply for, obtain and to hold, use, own, operate, and introduce, and to sell, assign, or otherwise dispose of any trademarks, trade names, patents, inventions, improvements and processes used in connection with or secured under letters patent of the United States, or elsewhere or otherwise; and to use; exercise, develop, grant, or otherwise make use of licenses in respect of, or otherwise in turn to account any trademarks, patents, licenses, processes, copyright and the like, or any such property or rights, and to apply for, obtain, register, lease, purchase, or otherwise to acquire, to hold, use, own, operate, and introduce any copyright or copyrights on material appurtenant to the business. Further, to acquire by purchase, subscription, or otherwise, and to hold or dispose of any interest in other companies, bonds, or any other obligations of any company formed for, or then or theretofore engaged in or pursuing, any one or more of the kinds of business, purposes, objects, or operations above indicated, or owning or holding any property of any kind herein mentioned; or of any company

owning or holding the interest or the obligations of any other company. And the Company shall otherwise be empowered and authorized to transact any lawful business, and operate for any lawful purpose, not hereinbefore specifically enumerated.

### **ARTICLE III**

The principal office of the corporation shall be in the county of Shelby, State of Alabama, at such locations as shall be designated from time to time in the by-laws of the corporation. The Corporation shall begin business with its principal office located at: **2325 Kala Street, Helena, Alabama 35080.**

### **ARTICLE IV**

The total authorized capital stock shall be one thousand (1,000) shares, consisting of voting common stock of the par value of One Dollar (\$1.00) per share. All such stock shall be common stock and shall be non-assessable. The amount of capital with which the corporation will begin business shall be One Hundred (\$100.00) Dollars, consisting of two hundred (100) shares of the par value of One Dollar (\$1.00) per share, all of which shall be paid in, and said shares authorized. Nine hundred (900) shares of stock remain authorized but not issued at this time.

### **ARTICLE V**

The name and address of the agent designated to receive subscriptions to said capital stock is: **John Charles Wright, Jr. at: 2325 Kala Street, Helena, Alabama 35080.**

The name and address of the agent designated to receive service of process and the registered office address is: **John Charles Wright, Jr. at: 2325 Kala Street, Helena, Alabama 35080..**



## **ARTICLE VI**

The names and addresses of the incorporators, and the number of shares of stock subscribed by each are as follows:

<b><u>NAME &amp; ADDRESS</u></b>	<b><u>NUMBER OF SHARES</u></b>	<b><u>AMOUNT</u></b>
John Charles Wright, Jr. 2325 Kala Street Helena, Alabama 35080.	100	\$100.00

The name and address of the directors chosen for the first (1<sup>st</sup>) year are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>OFFICE</u></b>
John Charles Wright, Jr. at:	2325 Kala Street Helena, Alabama 35080	Director

The name and addresses of the officers chosen for the first (1<sup>st</sup>) year are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>OFFICE</u></b>
John Charles Wright, Jr.	2325 Kala Street Helena, Alabama 35080	President
John Charles Wright, Jr.	2325 Kala Street Helena, Alabama 35080	Secretary

## **ARTICLE VII**

The duration for the corporation shall be perpetual.

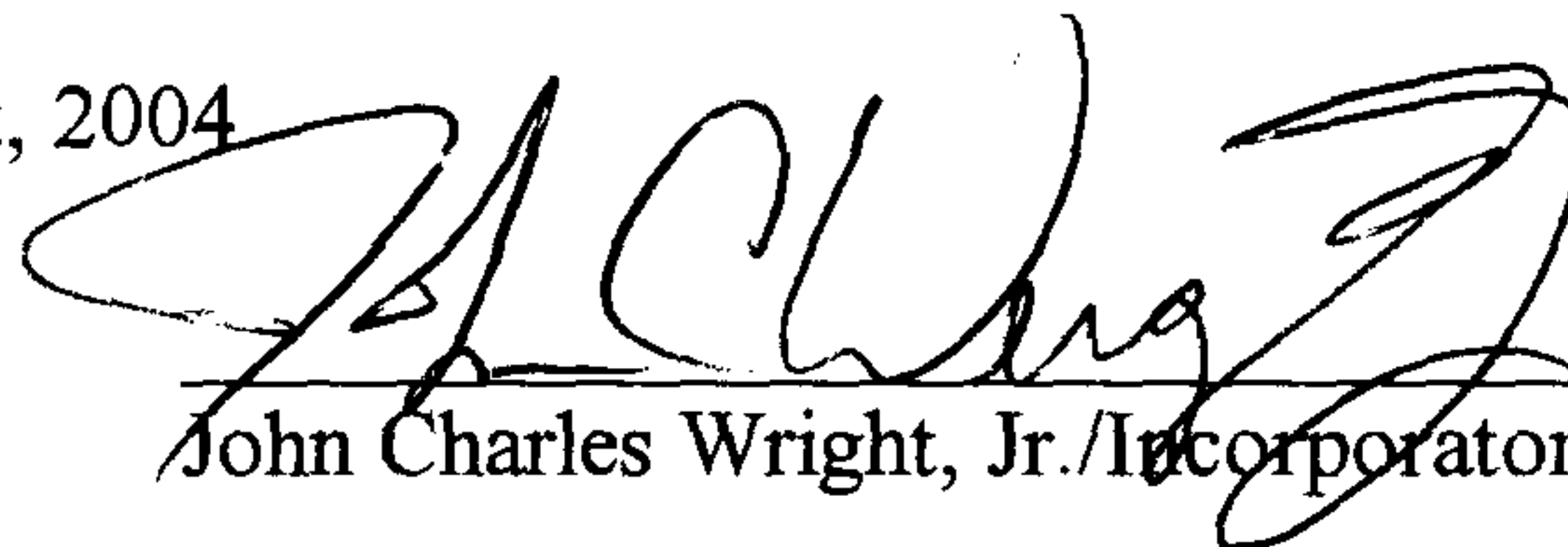
### ARTICLE VIII

The corporation shall possess all of the powers necessary to conduct the businesses, and carry out the objects herein expressed and all those expressly conferred upon corporations by the laws of the State of Alabama, as well as those necessarily implied, and which are reflected in the objects for which the corporation is formed as set out in Article II above.

### ARTICLE IX

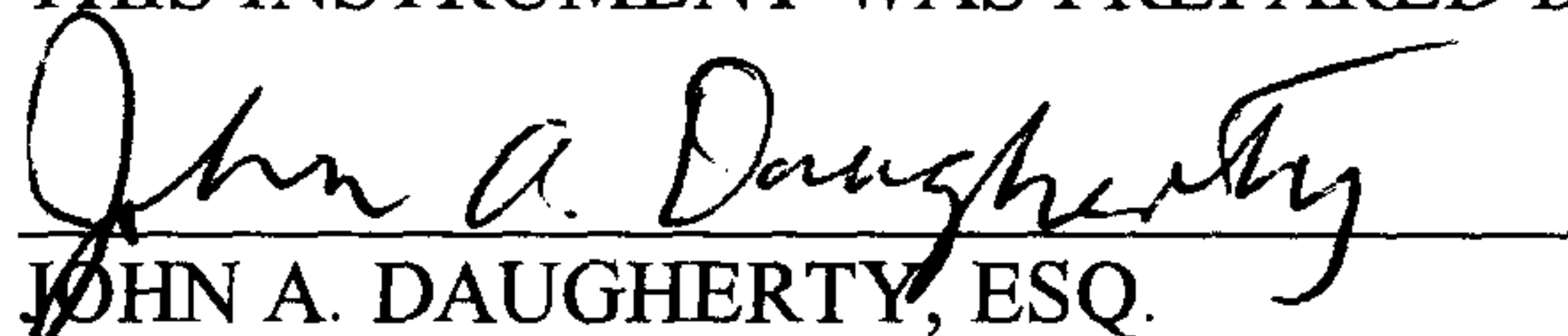
Attached hereto as Exhibit "A" is the statement under oath of John Charles Wright, Jr., the person designated herein as agent to receive subscriptions for the capital stock of said corporation, which said affidavit shows the amount of capital stock which has been subscribed and paid in.

IN WITNESS WHEREOF, the undersigned incorporators have subscribed their names on this the Thirty First (31<sup>st</sup>) day of August, 2004

  
John Charles Wright, Jr./Incorporator

8-31-04  
Date

THIS INSTRUMENT WAS PREPARED BY:

  
JOHN A. DAUGHERTY, ESQ.

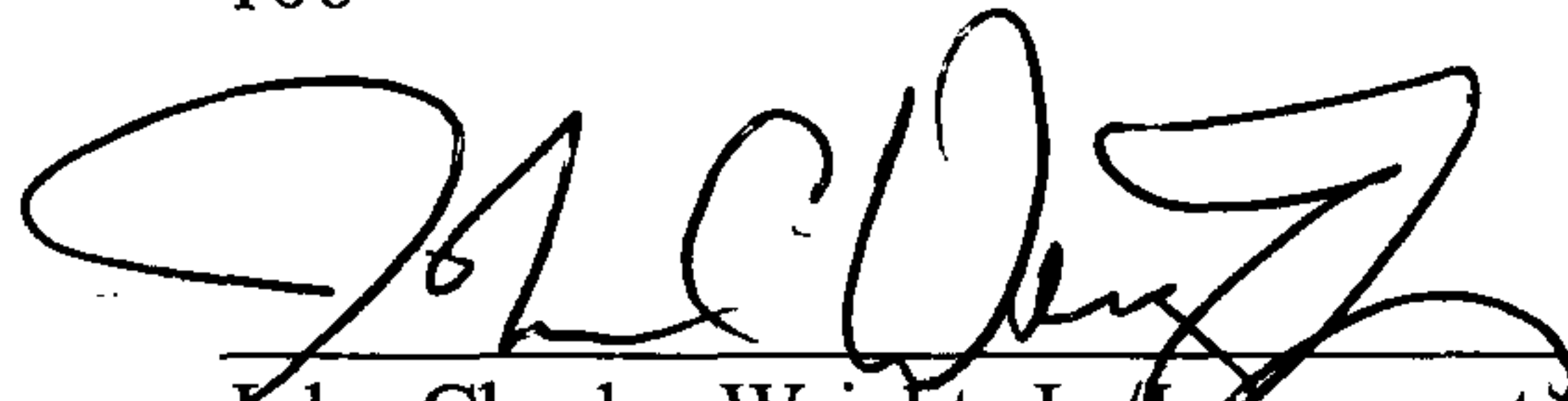
ATTORNEY AT LAW  
1601 GENTILLY DRIVE  
VESTAVIA HILLS, AL. 35226  
PHONE: (205) 822-6443  
FAX: (205) 824-0343

**EXHIBIT "A"**

We, the undersigned, hereby subscribe for the number of shares in the amount and payable as set opposite the respective names, of the capital stock of **Houses 'R' Us, Inc.**, a corporation being organized under the laws of the State of Alabama.


<b><u>NAME OF SUBSCRIBER</u></b>	<b><u>NUMBER OF SHARES</u></b>	<b><u>TOTAL AMOUNT</u></b>
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John Charles Wright, Jr.	100	\$100.00
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John Charles Wright, Jr. / Incorporator      8-31-04  
Date

STATE OF ALABAMA      )  
SHELBY COUNTY      )

Before me, the undersigned, a Notary Public, in and for said State and County, personally appeared John Charles Wright, Jr., known to me and who being by me first duly sworn, deposes and says that she is the person designated by the incorporators of **Houses "R" Us, Inc.**, to receive subscriptions to the capital stock of the corporation and that the above and foregoing is the subscription list of the incorporators thereof; that each of said incorporators has paid in full for such shares of stock as set opposite the respective name of said subscriber on said subscription list in the manner therein described.

  
John Charles Wright, Jr. / subscriptions receiver      8-31-04

SWORN TO AND SUBSCRIBED TO before me on this 31<sup>st</sup> day of August, 2004, witness my hand and official seal of office.

  
JOHN A. DAUGHERTY (NOTARY)

MY COMM: EXP:

JOHN A. DAUGHERTY, NOTARY PUBLIC,  
ALABAMA STATE AT LARGE  
MY COMMISSION EXPIRES JUNE 27, 2007



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:

**Houses 'R' Us, Inc.**

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of John A Daughterty, 1610 Gentilly Dr, Vestavia Hills, AL 35226 for a period of one hundred twenty days beginning August 26, 2004 and expiring December 25, 2004.



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.

August 26, 2004

Date

A handwritten signature in cursive script, reading 'Nancy L. Worley', is written over a horizontal line. The signature is located to the right of the 'Date' label.

Nancy L. Worley

Secretary of State