

**ARTICLES OF INCORPORATION
OF
Walton Mortgage, Inc.**

The undersigned, acting as Incorporators of a corporation under the *Code of Alabama* (1975), adopt the following Articles of Incorporation for such corporation:

(1) NAME OF CORPORATION and DURATION: The name of the corporation shall be Walton Mortgage, Inc., and the period of its duration shall be perpetual.

(2) PURPOSE: The objects and purposes for which the corporation is formed are:

(a) To provide brokerage services for real estate mortgage loans;

(b) To enter into, make and perform contracts and agreements of every kind for any lawful purpose, with any person, firm, corporation, municipality, or political body, whether related to the business purpose stated in Paragraph (a) above or not, and generally to carry on any and every lawful business which a corporation is permitted to do by the Constitution and laws of the State of Alabama, and such other business shall not be limited to the State of Alabama;

(c) In furtherance and not in limitation of the aforesaid objects, to carry on any lawful business, to sell all types of goods and perform all types of services, and to do anything convenient in connection with the carrying on of such business; and to operate without any restrictions any legal business in the State of Alabama, or any other state of the United States, and to own, buy and sell personal property and to borrow money and issue bonds, notes or mortgages therefor.

(3) INITIAL REGISTERED OFFICE: The address of the initial registered office of the corporation is 70 Chelsea Corners, Chelsea, Alabama 35043 and the name of its initial registered agent at such address is Alana J. Beaugez.

(4) STOCK: The amount of the total authorized capital stock of this corporation is fixed at \$1,000.00, divided into 1,000 shares of common stock of the par value of \$1.00 per share. The amount of capital stock with which the corporation will begin business is 1,000 shares of common stock of the par value of \$1.00 per share. There shall be only one class of stock.

(5) The name and address of the agent designated by the Incorporators to receive subscriptions to the capital stock of the corporation is Alana J. Beaugez, 70 Chelsea Corners, Chelsea, Alabama 35043.

(6) BOARD OF DIRECTORS: The number of Directors constituting the initial Board of Directors of the Corporation is two, and the names and addresses of the persons who are to serve as Directors until the first annual meeting of Shareholders or until their successors are elected and qualified are:

NAME	ADDRESS
Dorothy J. Walton	70 Chelsea Corners Chelsea, Alabama 35043
Alana J. Beaugez	70 Chelsea Corners Chelsea, Alabama 35043

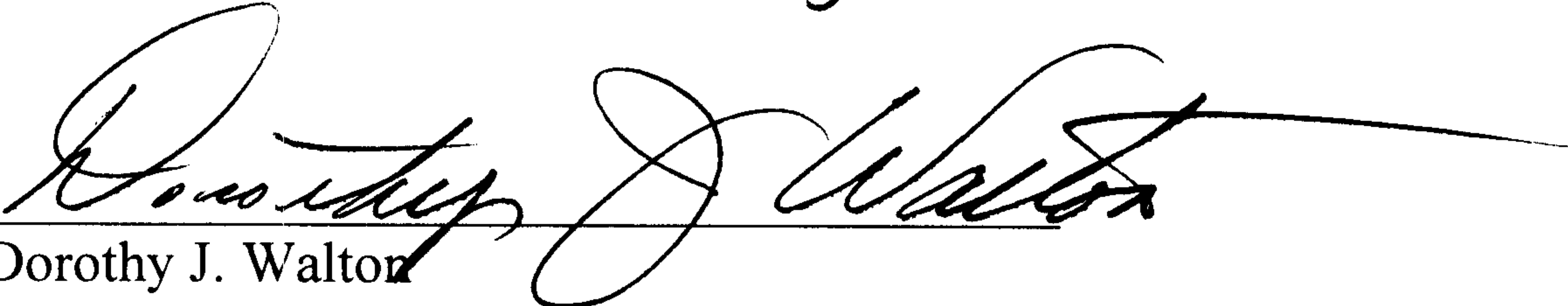
(7) INCORPORATORS: The names and postal addresses of the Incorporators and the number of shares of stock subscribed for by them are as follows:

NAME	ADDRESS	SHARES SUBSCRIBED
Dorothy J. Walton	70 Chelsea Corners Chelsea, Alabama 35043	500
Alana J. Beaugez	70 Chelsea Corners Chelsea, Alabama 35043	500

(8) BYLAWS: The shareholders shall have the authority to adopt Bylaws of the Corporation, and the power to alter, amend, or repeal the Bylaws and to adopt new Bylaws. The Bylaws shall contain provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation.

(9) AMENDMENTS: All provisions of these Articles of Incorporation shall be subject to amendment by affirmative vote of three quarters of the shareholders.

IN WITNESS WHEREOF, the undersigned Incorporators have hereunto set their signatures on this the 23rd Day of February 2006.

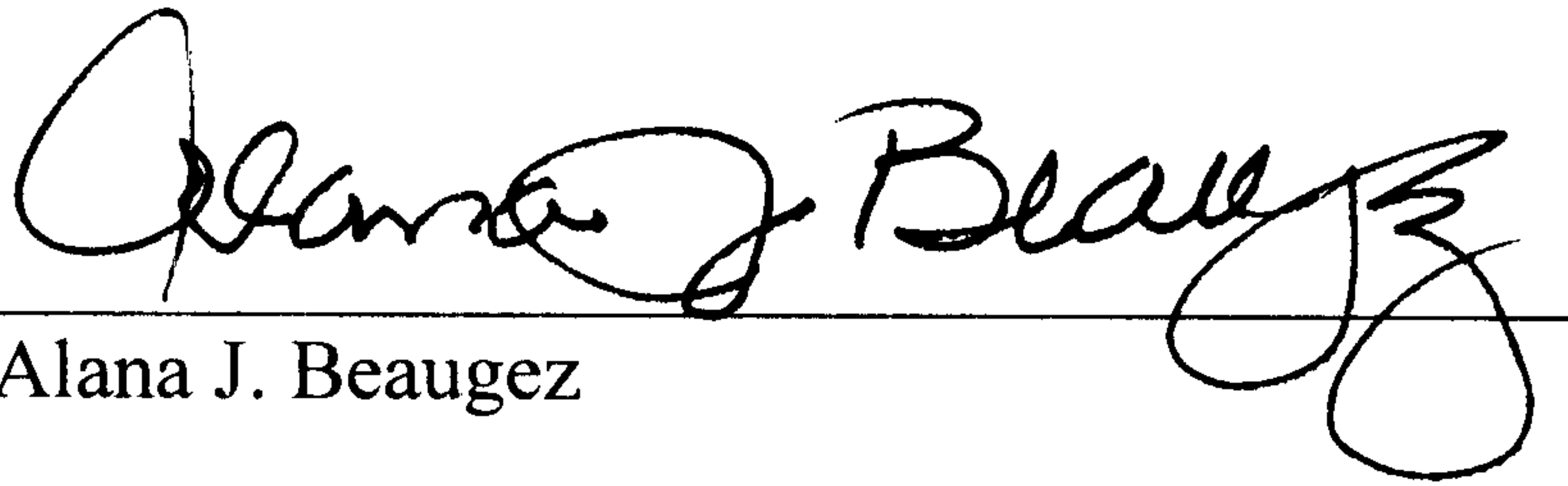

Dorothy J. Walton


STATE OF ALABAMA)
SHELBY COUNTY)

Before me, a Notary Public, in and for said County and State, appeared Dorothy J. Walton, who is known to me, and having been duly sworn, states that the above is her signature, that it is attached to these Articles of Incorporation and that it is subscribed for the purposes stated herein, this the 23rd day of February, 2006.


Notary Public

MY COMMISSION EXPIRES APRIL 10, 2006


Alana J. Beaugez


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Shelby Cnty Judge of Probate, AL
02/23/2006 03:29:01PM FILED/CERT

STATE OF ALABAMA)
SHELBY COUNTY)

Before me, a Notary Public, in and for said County and State, appeared Alana J. Beaugez, who is known to me, and having been duly sworn, states that the above is her signature, that it is attached to these Articles of Incorporation and that it is subscribed for the purposes stated herein, this the 22nd day of February, 2006.


Notary Public
MY COMMISSION EXPIRES APRIL 10, 2006

This instrument was prepared by:

Clay R. Carr
Boardman, Carr & Hutcheson, PC
400 Boardman Drive
Chelsea, Alabama 35043
(205) 678-8000



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Shelby Cnty Judge of Probate, AL
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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:

Walton Mortgage, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Clay Carr, 400 Boardman Dr, Chelsea, AL 35043 for a period of one hundred twenty days beginning February 22, 2006 and expiring June 23, 2006.



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.

February 22, 2006

Date

Nancy L. Worley

Secretary of State