

This instrument was prepared by:  
Dawson & Associates, LLC  
2163 Pelham Parkway  
Suite 211  
Pelham, Alabama 35124

STATE OF ALABAMA     }  
                                  }  
SHELBY COUNTY         }

**ARTICLES OF INCORPORATION**

**OF**

**STRIC'LY JESUS, INC.**

The undersigned incorporator does hereby form a corporation under the "Alabama Business Corporation Act", pursuant to §10-2B-1.01, *et seq.*, Code of Alabama 1975, and does hereby declare:

**ARTICLE I  
NAME OF CORPORATION**

The name of the Corporation shall be Stric'ly Jesus, Inc...

**ARTICLE II  
ISSUANCE OF SHARES**

The Corporation shall have the authority to issue 100 shares of common stock at the par value of \$1.00 per share.

**ARTICLE III  
LOCATION OF INITIAL REGISTERED  
OFFICE AND INITIAL REGISTERED AGENT**

The location and mailing address of the initial registered office of the Corporation in the State of Alabama shall be 2163 Pelham Parkway, Suite 211, Pelham, Alabama 35124, and the Corporation's initial registered agent at such address shall be Frederick A. Whitlow, II.

**ARTICLE IV  
NAMES OF INCORPORATORS**

The names and addresses of the Incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Frederick A. Whitlow, II	117 Dartmouth Drive Madison, Alabama 35757

**ARTICLE V  
INITIAL DIRECTOR**

The name and address of the individual who will serve as the initial Director until the first annual meeting of shareholders or until his successor(s) shall be elected and qualified is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Frederick A. Whitlow, II	117 Dartmouth Drive Madison, Alabama 35757

**ARTICLE VI  
PURPOSE**

The Corporation is organized for the purpose of engaging in the mentoring, coaching, facilitating and cultivating of productive, compassionate citizens through the creation, production, publishing, promotion and presentation of positive, socially conscious, Christ-centered entertainment, seminars, literature and other events, and the management of artists creating, producing, publishing, promoting and performing such positive, socially conscious, Christ-centered entertainment, seminars, literature and other events and to transact any and all lawful business for which corporations may be incorporated under the laws of the State of Alabama.

**ARTICLE VII  
POWERS**

The Corporation shall have the power to do all things necessary or convenient to carry out its business and affairs, including without limitation power:

- (1) To sue and be sued, complain and defend in its corporate name;
- (2) To have a corporate seal, which may be altered at will, and to use it, or a facsimile of it, by impressing or affixing it or in any manner reproducing it;
- (3) To make and amend bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for managing the business and regulating the affairs of the corporation;



- (4) To purchase, receive, lease, or otherwise acquire, and own, hold, improve, use, and otherwise deal with, real or personal property, or any legal or equitable interest in property, wherever located;
- (5) To sell, convey, mortgage, pledge, lease, exchange, and otherwise dispose of all or any part of its property;
- (6) To purchase, receive, subscribe for, or otherwise acquire; own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of; and deal in and with shares or other interests in, or obligations of, any other entity;
- (7) To make contracts, including guarantee and suretyship contracts and indemnity agreements, incur liabilities, borrow money, issue its notes, bonds, and other obligations (which may be convertible into or include the option to purchase other securities of the corporation), secure any of its obligations (or the obligations of others for whom it can make guarantees, whether or not a guarantee is made) by mortgage or pledge of or creation of security interests in any of its property, franchises, or income, and, without limiting the generality of the foregoing:
  - a. Make contracts of guarantee and suretyship and indemnity agreements that are necessary or convenient to the conduct, promotion or attainment of the business of the contracting corporation, and
  - b. Make contracts of guarantee and suretyship and indemnity agreements that are necessary or convenient to the conduct, promotion or attainment of the business of
    - (i) An entity that is wholly owned, directly or indirectly, by the contracting corporation, or
    - (ii) A person that owns, directly or indirectly, all of the outstanding stock of the contracting corporation, or
    - (iii) An entity that is wholly owned, directly or indirectly, by a person that owns, directly or indirectly, all of the outstanding stock of the corporation;
- (8) To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment;
- (9) To be a promoter, incorporator, partner, member, trustee, associate, or manager of any domestic or foreign corporation, partnership, joint venture, trust, or other entity;
- (10) To conduct its business, locate offices, and exercise the powers granted by this chapter within or without this state;
- (11) To elect directors and appoint officers, employees, and agents of the corporations, define their duties, fix their compensation, and lend them money and credit;
- (12) To pay pensions and establish pension plans, pension trusts, profit sharing plans, share bonus plans, share option plans, or other welfare, benefit or incentive plans for any or all of its current, future, or former directors, officers, employees, and agents;
- (13) To make donations for the public welfare or for charitable, scientific, or educational purposes;
- (14) To transact any lawful business that will aid governmental policy;



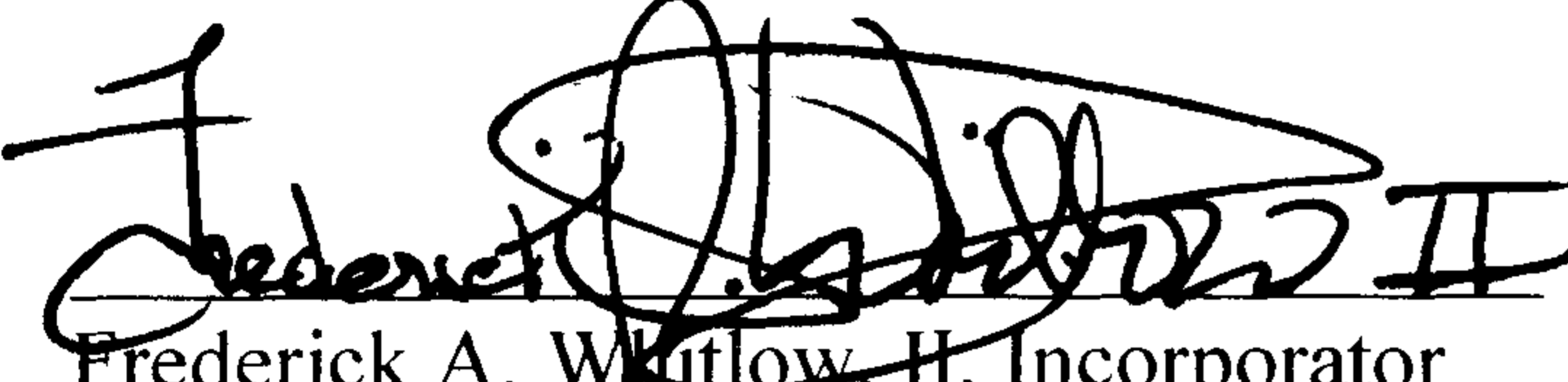
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Shelby Cnty Judge of Probate, AL  
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(15) To make payments or donations, or do any other act, not inconsistent with law, that furthers the business and affairs of the corporation.

**ARTICLE VIII  
PERIOD OF DURATION**

The period of duration for the Corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned Incorporators have hereunto subscribed their names to these Articles of Incorporation on this the 29<sup>th</sup> day of MARCH, 2006.

  
Frederick A. Whitlow, II, Incorporator



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:

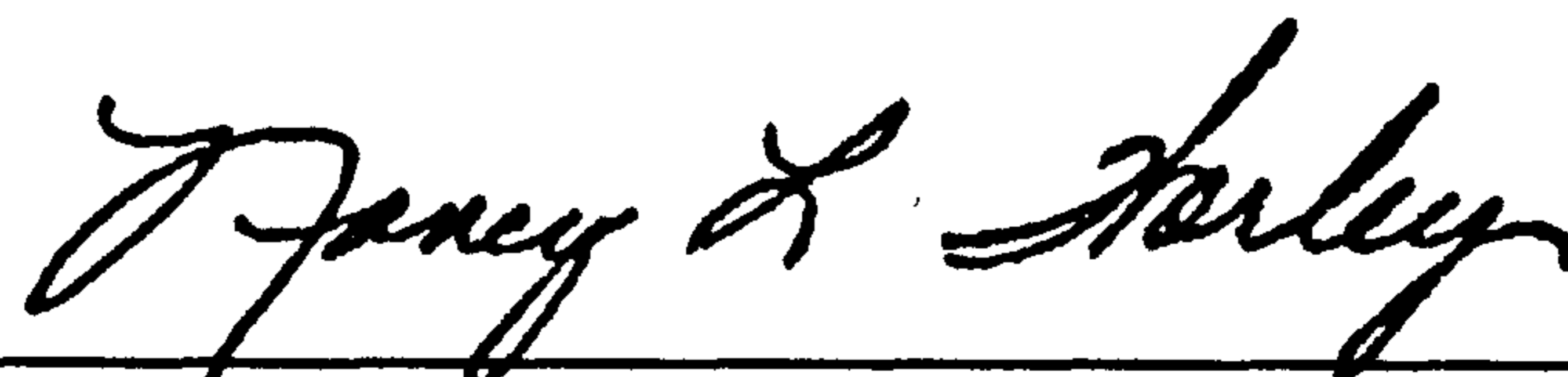
**Stric'ly Jesus, Inc.**

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Charles C Dawson Jr, 2163 Pelham Pkwy Ste 211, Pelham, AL 35124 for a period of one hundred twenty days beginning August 3, 2006 and expiring December 2, 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.

August 3, 2006

Date



Nancy L. Worley

Secretary of State

