



20070123000034700 1/4 \$95.00  
Shelby Cnty Judge of Probate, AL  
01/23/2007 09:55:24AM FILED/CERT

## **Articles of Incorporation of HAT Enterprises, Inc.**

### **1. Name.**

The name of the Corporation is HAT Enterprises, Inc.

### **2. Duration.**

The Corporation is to have perpetual existence.

### **3. Purposes.**

The Corporation is organized to conduct Retail Convenience Store and other Business under the General Corporation Law of the State of Alabama.

### **4. Capital Stock.**

The total number of shares of capital stock that the Corporation shall have authority to issue is 1,000,000, all of which are to be common stock.

### **5. Principal Office and Registered Agent.**

Its registered office in the State of Alabama is at 6168 Rushing Parc Lane, in the City of Hoover, County of Shelby. The name of its registered agent at such address is Anil Gandhakwala.

### **6. Director(s).**

Its Director's office in the State of Alabama is 6168 Rushing Parc Lane, in the City of Hoover, County of Shelby. The name of its Director at such address is Anil Gandhakwala.

### **7. Incorporator.**

The name and mailing address of the incorporator is: Anil Gandhakwala, 6168 Rushing Parc Lane, Hoover, AL, 35244.

### **8. Liability of Stockholders.**

The private property of the stockholders shall not be subject to the payment of corporate debts.

### **9. Management.**

Subject to the provisions of the laws of the State of Alabama, the following provisions are adopted for the management of the business and for the conduct of the affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, the directors and the stockholders:

(a) The books of the Corporation may be kept outside of the State of Alabama at such place or places as may from time to time be designated by the Board of Directors.

(b) The business of the Corporation shall be managed by its Board of Directors; and the Board of Directors shall have power to exercise all the powers of the Corporation,

including (but without limiting the generality hereof) the power to create mortgages upon the whole or any part of the property of the Corporation, real or personal, without any action of or by the stockholders, except as otherwise provided by statute or by the Bylaws.

- (c) An increase in the number of directors shall be deemed to create a vacancy or vacancies in the Board of Directors, to be filled in the manner provided in the Bylaws. Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.
- (d) The Board of Directors shall have power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any bylaws adopted by them from time to time.
- (e) The Board of Directors shall have the power, in its discretion, to fix, determine and vary, from time to time, the amount to be retained as surplus and the amount or amounts to be set apart out of any of the funds of the Corporation available for dividends as working capital or a reserve or reserves for any proper purpose, and to abolish any such reserve in the manner in which it was created.
- (f) The Board of Directors shall have the power, in its discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the Corporation, or any of them, other than the stock ledger, shall be open to the inspection of stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders.
- (g) Upon any sale, exchange or other disposal of the property and/or assets of the Corporation, payment therefore may be made either to the Corporation or directly to the stockholders in proportion to their interests, upon the surrender of their respective stock certificates, or otherwise, as the Board of Directors may determine.
- (h) In case the Corporation shall enter into any contract or transact any business with one or more of its directors, or with any firm of which any director is a member, or with any corporation or association of which any director is a stockholder, director or officer, such contract or transaction shall not be invalidated or in any way affected by the fact that such director has or may have an interest therein which is or might be adverse to the interests of the Corporation, even though the vote of such director might have been necessary to obligate the Corporate upon such contract or transaction; provided, that the fact of such interest shall have been disclosed to the other directors or the stockholders of the Corporation, as the case may be, acting upon or with reference to such contract or transaction.
- (i) The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in this Article of Incorporation in the manner now or hereafter prescribed by statute; and all rights herein conferred are granted subject to this reservation.



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IN WITNESS THEREOF, THE UNDERSIGNED, the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Alabama, do make this Articles of Incorporation, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 23 day of JAN, 2007.

ANIL GANDHAKWALA

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Name of Incorporator



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Signature of Incorporator



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Beth Chapman  
Secretary of State

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

# STATE OF ALABAMA

I, Beth Chapman, 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:

**HAT Enterprises, Inc.**

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Dilip Kapadia, 1 Chase Corp Dr Ste 425, Hoover, AL 35244 for a period of one hundred twenty days beginning January 16, 2007 and expiring May 17, 2007.

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.

January 16, 2007

Date



Beth Chapman

*lbc*

Secretary of State