

ARTICLES OF INCORPORATION

OF

J Maxwell & Associates, P.C.

KNOW ALL PERSONS BY THESE PRESENTS,

That I, James E Maxwell III, the undersigned incorporator, for the purpose of forming a business professional corporation pursuant to the Revised Alabama Professional Corporation Act, do hereby adopt these articles of incorporation, the same to constitute a charter for carrying on the business hereinafter specified.

SECTION 1. NAME OF CORPORATION

The name of the corporation shall be J Maxwell & Associates, P.C..

SECTION 2. PURPOSES

The nature of the business and the purposes for which the corporation is formed shall be as follows:

2.1 Purpose.

- (a) To transact all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act.

SECTION 3. REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation shall be 767 2nd Street, Helena, Alabama 35080, and the initial registered agent at such address shall be James E Maxwell III.

SECTION 4. DURATION

The duration of the corporation shall be perpetual unless the corporation is dissolved by law or otherwise terminated.

SECTION 5. SHARES

The corporation shall be authorized to issue 1,000 common shares having a par value of \$1.00 per share.

SECTION 6. INCORPORATOR

The name and address of the incorporator is as follows:

NAME

ADDRESS

James E Maxwell III

767 2nd Street, Helena, Alabama 35080

SECTION 7. DIRECTORS

The initial board of directors shall consist of one director, and such number thereafter as may be fixed by the bylaws. The name and address of the persons who are to serve as directors until the first meeting of the shareholders, or until their successor(s) are elected and qualified, are as follows:

NAME

ADDRESS

James E Maxwell III

767 2nd Street, Helena, Alabama 35080

SECTION 8. VOTING

At any meeting of the shareholders of the corporation, a shareholder of record shall be entitled to one vote for each share standing in his or her name. Shares may be voted by the shareholders either in person or by proxy.

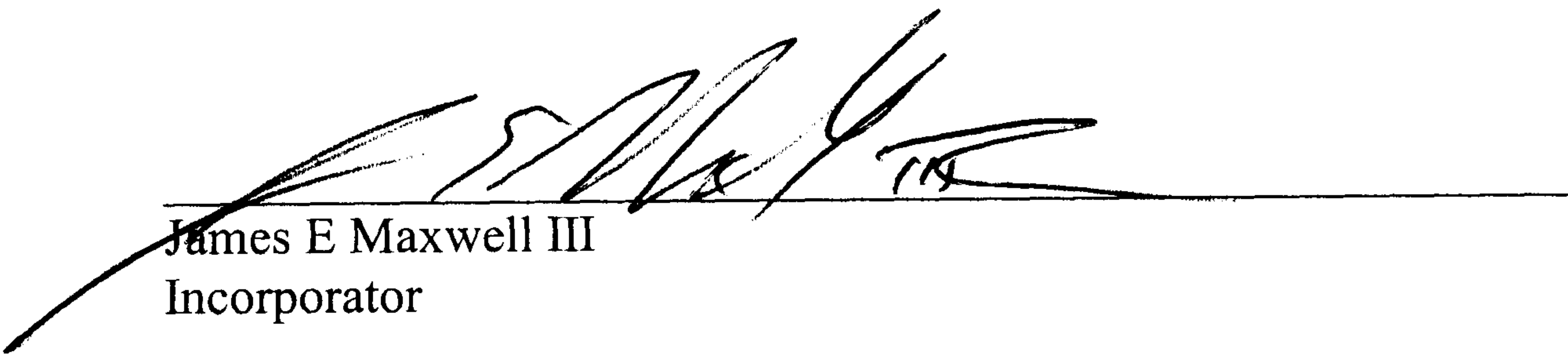
SECTION 9. MANAGEMENT

The business and affairs of the corporation shall be managed and conducted in accordance with the bylaws of the corporation.

SECTION 10. AMENDMENTS

The corporation reserves the right by majority vote to amend or repeal any provision of these articles of incorporation in the manner provided by law; and all rights conferred upon the officers, directors, and shareholders of the corporation are granted subject to this reservation.

IN WITNESS WHEREOF, I, the said incorporator, have hereunto set my hand on this the 22nd day of January, 2007.


James E Maxwell III
Incorporator



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Shelby Cnty Judge of Probate, AL
03/19/2007 12:46:01PM FILED/CERT

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:

J. Maxwell & Associates, P.C.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Linda Maxwell, 767 2nd St, Helena, AL 35080 for a period of one hundred twenty days beginning January 8, 2007 and expiring May 9, 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 8, 2007

Date

Beth Chapman *(ebs)*

Beth Chapman

Secretary of State