

**ARTICLES OF INCORPORATION
OF
BETKE PAINTING, INC.**

We, acting as the incorporators of a corporation organized under the Laws of the State of Alabama, adopt the following Certificate of Incorporation of such corporation:

ARTICLE I

Name

The name of the corporation is Betke Painting, Inc.

ARTICLE II

Location

The principal place of business and mailing address of the corporation is to be located at 100 Kings Crest Lane, Pelham, AL 35124.

ARTICLE III

Duration

The term of existence may be perpetual.


ARTICLE IV

Purposes

The purpose or purposes for which the corporation is organized is as follows:

- A. To engage in any business which a natural person can do.
- B. To manufacture, purchase, or otherwise acquire, own, pledge, sell, assign, and transfer or otherwise dispose of, and invest, trade and deal in and with goods, wares, and merchandise of every class and description, whether or not the same specifically pertain to the classes of business above specified.

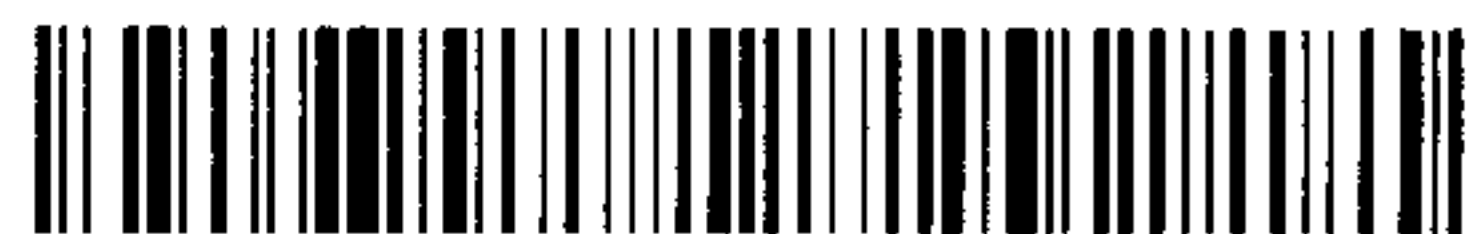
- C. To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, country, state, body politic or government or colony or dependence thereof.
- D. To purchase, acquire, hold, improve, sell, convey, assign, exchange, mortgage, encumber, lease, hire and deal in real and personal property of every kind and character.
- E. To purchase, acquire, hold subdivide, develop, and operate real estate to erect buildings thereon, and to sell, lease, maintain, own, repair and operate such properties.
- F. To borrow and lend money and to give or take security therefore by way of mortgage, pledge, transfer or assignment of real or personal property of every nature and description.
- G. To purchase otherwise acquire its own shares of stock (so far as may be permitted by law) and its bonds, debentures, notes, scrip, or other securities, or evidence of indebtedness, and to hold, sell, transfer or reissue the same.
- H. Generally to purchase, take or lease, or exchange, hire, or otherwise acquire any real and personal property or any rights or privileges therein, which this corporation may think necessary or convenient for the purposes of its business, and to buy, own, and hold real property for the purpose of securing debts due the corporation, and to sell and dispose of the same at will, and to make any and all necessary instruments of conveyance therefore.
- I. To issue bonds, debentures, or obligations of this corporation from time to time, for any of the objects or other purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust, or otherwise.
- J. To do all and everything necessary and proper for the accomplishment of the objects herein enumerated or necessary or incidental to the protection and benefit of the corporation, and in general to carry on any lawful business necessary or incidental to the attainment of the purposes of the corporation, whether such business is similar in nature to the object and powers herein contained is to be construed as authorizing this corporation to carry on the business of insurance in any of its branches.


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The foregoing clauses shall be construed as objects and purposes of the corporation in addition to those powers specifically conferred upon the corporation by law, and it is hereby expressly provided that the foregoing specific enumeration of powers shall not be held to limit or restrict in any many the powers of the corporation otherwise granted by law.

ARTICLE V

Shares


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The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1000) of the par value of One Dollar (\$1.00) per share. Ownership to be as follows:

William Betke	500 Shares
Karl Betke	500 Shares

ARTICLE VI

Registered Office/Agent

The location and mailing address of the corporation's registered office, and the name of its initial registered agent at such address is:

NAME OF INITIAL REGISTERED AGENT

William Betke

LOCATION AND MAILING ADDRESS OF REGISTERED OFFICE

100 Kings Crest Lane
Pelham, AL 35124

ARTICLE VII

Directors

The number of directors constituting the initial Board of Directors of the Corporation is one (1), and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until their successors are elected and shall qualify is:

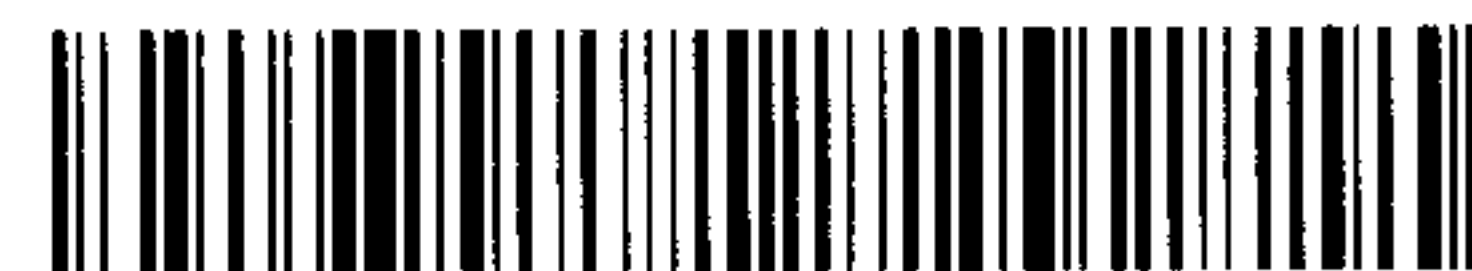
<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
William Betke	President	100 Kings Crest Lane Pelham, AL 35124
Karl Betke	VP/Secretary	1304 Yellowleaf Lane Maylene, AL 35114

ARTICLE VIII

Incorporators

The names and address of the incorporators are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
William Betke	President	100 Kings Crest Lane Pelham, AL 35124
Karl Betke	VP/Secretary	1304 Yellowleaf Lane Maylene, AL 35114




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ARTICLE IX

This company will be a Subchapter S Corporation.

IN WITNESS WHEREOF, we have executed these Articles of Incorporation on this 1st day of November, 2007.


William Betke


Karl Betke

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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:

Betke Painting, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Bill Betke, 21 Weatherly Club Dr Ste 400, Alabaster, AL 35007 for a period of one hundred twenty days beginning October 29, 2007 and expiring February 27, 2008.



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.

October 29, 2007

Date

Beth Chapman

Beth Chapman

Secretary of State