

# ARTICLES OF INCORPORATION OF ALPHA BRAVO HOLDINGS, INC.

The undersigned, acting as Incorporator of a Corporation under the <u>Code of Alabama</u>, adopt the following Articles of Incorporation for such corporation:

#### **ARTICLE ONE**

#### NAME

The name of the corporation shall be:

#### ALPHA BRAVO HOLDINGS, INC.

#### **ARTICLE TWO**

#### DURATION

The period of duration is perpetual.

#### ARTICLE THREE

#### <u>PURPOSES</u>

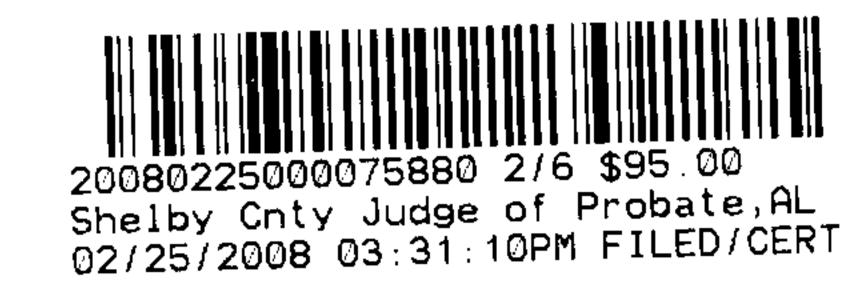
The nature of the business and the objects and purposes to be transacted, promoted and carried on are to do any or all of the things herein mentioned as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:

To own, operate, construct, develop and manage real estate projects provide services Customarily associated therewith.

To buy, sell, swap, exchange, pledge, mortgage, transfer and encumber real property of any and every kind and description within or Without the State of Alabama.

To manufacture purchase or otherwise acquire and to hold, own, mortgage or otherwise lien, pledge, lease, sell, assign, exchange, transfer or in any manner dispose of, and to invest, deal and trade in and with goods, wares, merchandise and personal property of any and every class and description within or without the State of Alabama.

To acquire the goodwill, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporaton; to pay for the same in cash, the stock of this company, bonds or otherwise; to hold, or in any manner, to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner, the whole, or any part of, any business so acquired and to exercise



all the powers necessary or convenient in and about the conduct and management of such business.

To guarantee, purchase or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds or other evidences of indebtedness created by other corporations and while the holder of such stock to exercise all the rights and privileges of ownership, including the right to vote thereon, to the same extent as a natural person might or could do.

To purchase or otherwise acquire, apply for, register, hold, use, sell or in any manner dispose of and to grant licenses or other rights in and in any manner deal with patents, inventions, improvements, processes, formulas, trademarks, trade names, rights and licenses secured under letters patent, copyrights or otherwise.

To enter into, make and perform contracts of every kind for any lawful purpose, with any person, firm, association or corporation, town, city, county, body politic, state, territory, government or colony or dependency thereof.

To borrow money for any of the purposes of the corporation and to draw, make, accept, endorse, discount, execute, issue, sell, pledge or otherwise dispose of promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable, transferable or non-transferable instruments and evidences of indebtedness and to secure the payment thereof and the interest thereon by mortgage or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation at the time owned or thereafter acquired.

To purchase, hold, sell and transfer the shares of its capital stock.

To have one or more offices and to conduct any or all of its operations and business and to promote its objects, within or without the State of Alabama, without restriction as to place or amount.

To carry on any other business in connection therewith.

To do any or all of the things herein set forth as principal, agent, contractor, trustee or otherwise, alone or in company with others.

The object and purposes specified herein shall be regarded as independent objects and purposes, and except where otherwise expressed, shall be in no way limited nor restricted by reference to or inference from the terms of any other clause or paragraph of this certificate of incorporation.

The foregoing shall be construed both as objects and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Alabama.

The corporation may conduct any activity that a corporation may be formed for in the State of Alabama.

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# ARTICLE FOUR

#### **AUTHORIZED CAPITAL SHARES**

There shall be two classes of common stock designated as "Class A Common Stock" and "Class B Common Stock". The total number of shares of Class A Common Stock which this corporation is authorized to issue is Eighty (80) shares of the par value of One Dollar (\$1.00) each, and the total number of shares of Class B Common Stock which this Corporation is authorized to issue is Nine hundred twenty (920) shares of the par value of One Dollar (\$1.00) each.

The distinguishing designation between the classes shall be alphabetical letters of "A" and "B" as assigned to each. The statement of preferences, limitations and relative rights are as follows:

Class A Common Stock shall have the right to vote predicated on one vote for each share held. There shall be no preference over the Class B Common Stock with respect to dividend distribution or distribution whether upon dissolution of the Corporation or otherwise.

Class B Common Stock shall not have the right to vote. There shall be no preference over the Class A Common Stock with respect to dividend distribution or distribution whether upon dissolution of the Corporation or otherwise.

Total shares of Class A Common Stock shall be issued amounting to Eighty and No/I 00 (\$80.00) Dollars as follows:

SHAREHOLDER

NUMBER OF SHARES

James Alan Burns and Laura Michelle Burns

80

Total shares of Class B Common Stock shall be issued amounting to Nine hundred twenty and no/l00 (\$920.00) Dollars as follows:

SHAREHOLDER

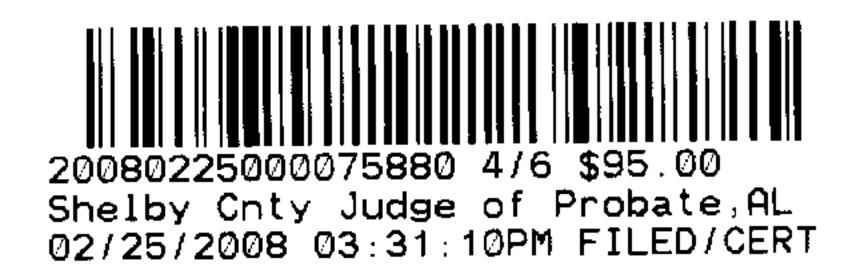
NUMBER OF SHARES

Joseph Alexander Burns

460

Jackson Andrew Burns

460



#### **ARTICLE FIVE**

# LOCATION AND MAILING ADDRESS OF INITIAL REGISTERED OFFICE AND NAME OF INITIAL REGISTERED AGENT THERE AT

The location and mailing address of the initial registered office of the corporation shall be:

3425 Charingwood Lane, Birmingham, Alabama, 35242

The name of the corporation's initial registered agent at said address shall be:

James Alan Burns

## ARTICLE SIX

## NO STOCKHOLDER LIABILITY

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

# ARTICLE SEVEN

# NUMBER OF DIRECTORS AND NAME AND ADDRESS OF INITIAL DIRECTORS

There shall be one (1) director, constituting the initial Board of Directors. The name and mailing address of the person who is to serve as said director until the first annual meeting of shareholders, or until a successor shall be duly elected and qualified, is as follows:

#### NAME

# MAILING ADDRESS

James Alan Burns 3425 Charingwood Lane, Birmingham, Alabama 35242

# ARTICLE EIGHT

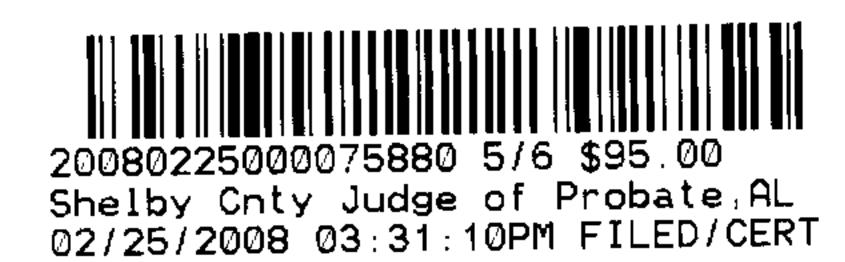
# NAME AND ADDRESS OF INCORPORATOR

The name and mailing address of the incorporator is as follows:

# NAME

# ADDRESS

James Alan Burns 3425 Charingwood Lane, Birmingham, AL. 35242



## **ARTICLE NINE**

#### **INTERNAL AFFAIRS**

In furtherance and not in limitation of the powers conferred by the laws of the State of Alabama, the Board of Directors are expressly authorized:

To make, alter, amend and repeal the by-laws as provided;

To set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose and to alter or abolish any such reserve; to authorize and cause to be executed mortgages and liens upon the property and franchises of this corporation;

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 this corporation, or any of them other than the stock ledger, shall be open to the inspection of the stockholders.

This corporation may in its by-laws confer powers additional to the foregoing upon the director, in addition to the powers and authorities expressly conferred upon them by law.

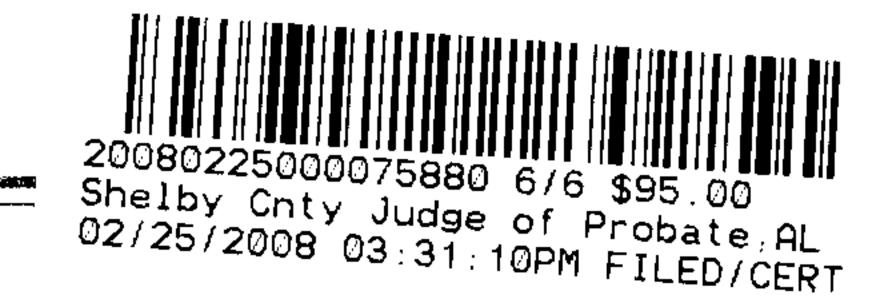
#### **ARTICLE TEN**

# RIGHT TO AMEND PROVISIONS IN CERTIFICATE

This corporation reserves the right, from time to time, to amend, alter or repeal each and every provision contained in these Articles of Incorporation or to add one or more additional provisions, in the manner now or hereafter prescribed or permitted by the Alabama Business Corporation Act, and all rights conferred upon shareholders at any time are granted subject to this reservation.

The undersigned, being the incorporator hereinabove named, for the purpose of forming a corporation pursuant to the Alabama Business Corporation Act, has executed the foregoing Articles of Incorporation on the 25th day of February, 2008.

James Alan Burns, INCORPORATOR



**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:

Alpha Bravo Holdings, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Alan Burns, 3425 Charingwood Lane, Birmingham, AL 35242 for a period of one hundred twenty days beginning February 8, 2008 and expiring June 8, 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.

February 8, 2008

Date

Beth Chapman

Beth Chapman

Secretary of State