


ARTICLES OF INCORPORATION
OF
TOBACCO R US, INC.


20080515000197790 1/5 \$95.00
Shelby Cnty Judge of Probate, AL
05/15/2008 08:14:31AM FILED/CERT

The undersigned for the purposes of forming a corporation under the Alabama Business Corporation Act, as amended, hereby adopt the following Articles of Incorporation.

ARTICLE ONE

NAME

The name of the corporation is

Tobacco R Us, Inc.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The purpose for which the corporation is organized is and the transaction of any and all lawful business for which corporations may be incorporated under Sec. 10-2A-1, et. seq., of the Code of Alabama.

ARTICLE FOUR

CAPITAL STOCK

The total authorized capital stock shall be One Million Dollars (\$1,000,000.00), with an issuance consisting of 1,000 shares of common stock at par value of One Dollar (\$1.00) per share. All stock shall be common stock and non-assessable.

ARTICLE FIVE

NAME OF INITIAL REGISTERED AGENT AND ADDRESS


The name and address of the initial registered agent is:

James Harry Goodwin
2742 Pelham Parkway
Pelham, Alabama 35124

ARTICLE SIX

LOCATION OF INITIAL REGISTERED OFFICE

The location of the initial registered office of the corporation is:


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2742 Pelham Parkway
Pelham, Alabama 35124

ARTICLE SEVEN

DIRECTORS

The corporation shall operate with no less than one (1) director. The name and address of the initial Board of Directors who shall serve until predecessors have been elected are as follows:

James Harry Goodwin
2742 Pelham Parkway
Pelham, Alabama 35124

ARTICLE EIGHT

OFFICERS

The name and address of the initial Officers who shall serve until predecessors have been elected are as follows:

James Harry Goodwin, President/Vice President/Secretary/Treasurer
2742 Pelham Parkway
Pelham, Alabama 35124

ARTICLE NINE

INCORPORATORS

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

James Harry Goodwin
2742 Pelham Parkway
Pelham, Alabama 35124

ARTICLE TEN

ACTION BY STOCKHOLDERS OR DIRECTORS WITHOUT MEETING

Any action required or permitted to be taken at any meeting of the Board of Directors or of the stockholders or of any committee thereof, may be taken without meeting with the written consent thereto as signed by all the members of the Board of Directors or of the stockholders or of the committee, if applicable, and if such consent is filed with the minutes of the proceedings of the


Board of Directors, the stockholders or the committee, whichever is applicable.

ARTICLE ELEVEN

MISCELLANEOUS

Attached hereto as Exhibit "A" is the statement under oath of James Harry Goodwin, the person designated herein as agent to receive subscriptions for capital stock of said corporation, which said affidavit shows the amount of capital stock which has been subscribed for and paid in.


I, the undersigned, being the incorporator, have subscribed my name this the 16th day of April, 2008.


James Harry Goodwin

STATE OF ALABAMA)
COUNTY OF SHELBY)

I, the undersigned, a Notary Public in and for said County and State at Large, hereby certify that James Harry Goodwin, whose name is signed to the foregoing Articles of Incorporation, and who is known to me, acknowledged before me on this day that, being informed of the contents of the Articles of Incorporation he has executed the same voluntarily on the day the same bears date.

Given under my hand and seal this the 16th day of April, 2008.


NOTARY PUBLIC
My Commission Expires: 2-7-10

THIS INSTRUMENT WAS PREPARED BY:

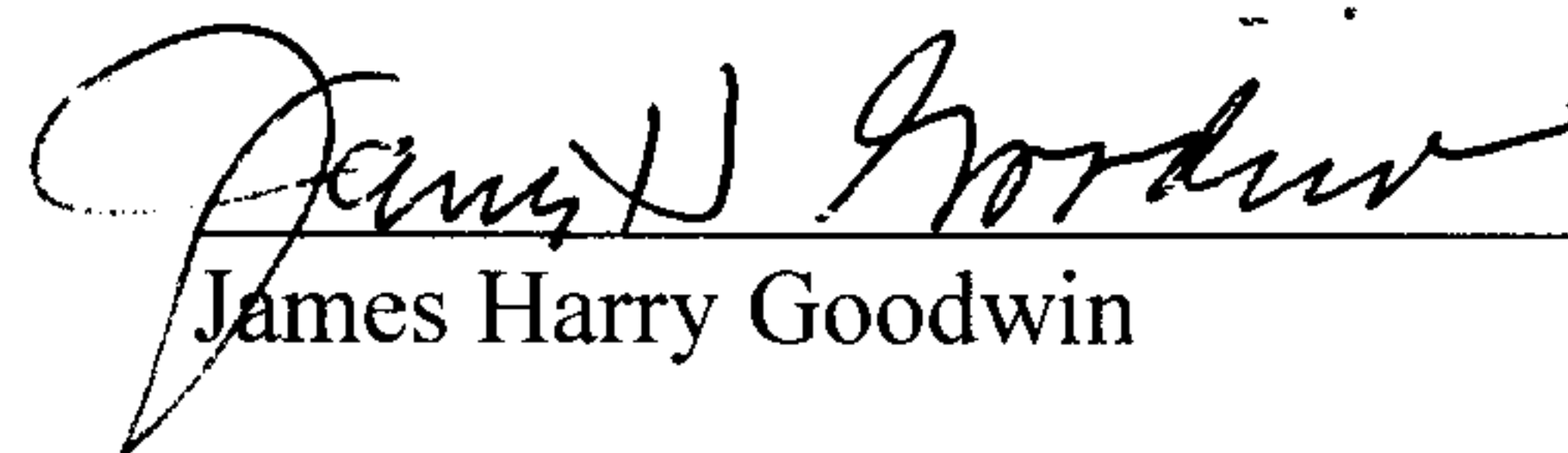
MICKEY L. JOHNSON
ATTORNEY AT LAW
P.O. BOX 430
PELHAM, ALABAMA 35124
(205) 663-7000

Exhibit "A"

SUBSCRIPTION LIST

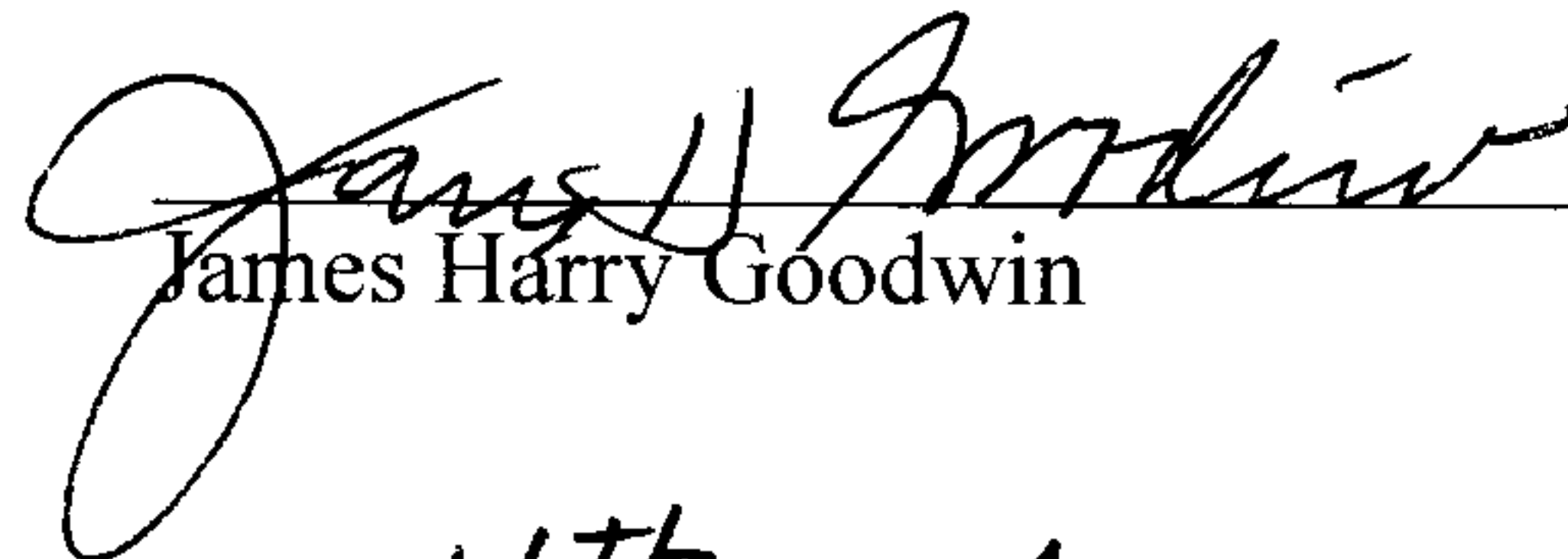
I, James Harry Goodwin, the undersigned, hereby subscribe for the number of shares in the amount and payable as set opposite my respective name, or the capital stock of Tobacco R Us, Inc. a corporation organized under the laws of the State of Alabama.

NAME OF SUBSCRIBER	NO. OF SHARES SUBSCRIBED FOR	CONSIDERATION
James Harry Goodwin	1000	\$1000.00


James Harry Goodwin

STATE OF ALABAMA)
COUNTY OF SHELBY)

Before me, the undersigned, a Notary Public, in and for said State of Alabama at Large personally appeared James Harry Goodwin, who is known to me and, who being by me first duly sworn, deposes and says that they are the persons designated by the incorporator of Tobacco R Us, Inc., to receive subscriptions to the capital stock of the corporation and that the above and foregoing is the subscription list of the incorporator thereof; that the said incorporator has paid in full for such shares of stocks set opposite his respective name on said subscription list in the manner therein described.


James Harry Goodwin

Sworn to and subscribed to before me on this the 16th day of April, 2008
witness my hand and seal of office.


NOTARY PUBLIC
My Commission Expires: 2-7-10



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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:

Tobacco R Us, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Mickey Johnson, PO Box 430, Pelham, AL 35124 for a period of one hundred twenty days beginning February 13, 2008 and expiring June 13, 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 13, 2008



Date

Beth Chapman

Beth Chapman

Secretary of State