

ARTICLES OF INCORPORATION OF

Gayne Realty Company, Inc.

The undersigned, **Judy Church Chamberlain** and **Daniel Wayne Chamberlain** being over the age of twenty-one (21) years, acting as incorporators of a corporation under the Code of Alabama, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is **Gayne Realty Company, Inc.**

SECOND: The period for the duration of the corporation shall be perpetual.

THIRD: The objects and purposes for which the corporation is formed are:

(a) To solicit, generate, process and/or finance residential and commercial real estate sales.

(b) To borrow and lend money, without security, or upon the giving or receipt of such security as the Board of Directors of the corporation may deem advisable by way of pledge, transfer, assignment, or otherwise, of real and personal property of every nature and description, or by way of guaranty, or otherwise.

(c) To draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, debentures, and other negotiable or transferable instruments.

(d) To apply for, purchase, or acquire by assignment, transfer or otherwise, and hold, mortgage, or otherwise pledge, and to sell, exchange, transfer, deal in and in any manner dispose of, real property of any kind, class, interest or type wheresoever situated, and to exercise, carry out and enjoy any license, power, authority, concession, right or privilege which any corporation may make or grant.

(e) To enter into, make and perform contracts of every kind for any lawful purpose without limit as to amount with any person, firm, association, partnership, limited partnership, corporation, municipality, county, state, territory, government, governmental subdivision, or body politics.

(f) To have one or more offices to carry on all of its operations and business, without restriction or limit as to amount, in any of the states, districts, territories, or possessions or colonies of the United States, and in any foreign country, subject to the laws of such state, district, territory, possession, colony or country.

(g) The transaction of any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act.

(h) To carry on any other business in connection with the foregoing.

(i) To do any and all of the things herein set out and such other things as are incidental or conducive to the attainment of the objects and purposes of this corporation, to the same extent as natural persons might or could do and in any part of the world as principal, factor, agent, contractor or otherwise either alone or in conjunction with any person, firm, association, corporation or any entity of whatsoever kind, and to do any and all such acts and things and to exercise any and all such powers to the full extent authorized or permitted to a corporation under any laws that may be now or hereafter applicable or available to this corporation.

The foregoing clauses, and each phrase thereof, shall be construed as objects and purposes of this corporation, as well as powers and provisions for the regulation of the business and the conduct of the affairs of the corporation, the directors, and shareholders thereof, all in addition to those powers specifically conferred upon the corporation by law, and it is hereby expressly provided that the foregoing specific enumeration of purposes and powers shall not be held to limit or restrict in any manner, the powers of the corporation otherwise granted by law. Nothing herein contained, however, shall be construed as authorizing this corporation to carry on the business of banking or that of a trust company, of the business of insurance in any of its branches.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is One Thousand (100,000) Shares of common stock with a par value of Ten Dollars (\$10.00) per share.

FIFTH: The address of the initial registered office of the corporation is **1550 Bent River Circle, Birmingham, Alabama 35216**

The name of its initial registered agent at such address is **Daniel Wayne Chamberlain**.

SIXTH: The number of Directors constituting the initial Board of Directors of the corporation is two and the name and address of each person who is to serve as Director until the first annual meeting of the shareholders or until their successor(s) are elected and shall qualify are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Judy Church Chamberlain	Secretary	1550 Bent River Circle Birmingham, Alabama 35216

Daniel Wayne Chamberlain	Chairman	1550 Bent River Circle Birmingham, Alabama 35216
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SEVENTH: The name and address of the incorporators are:

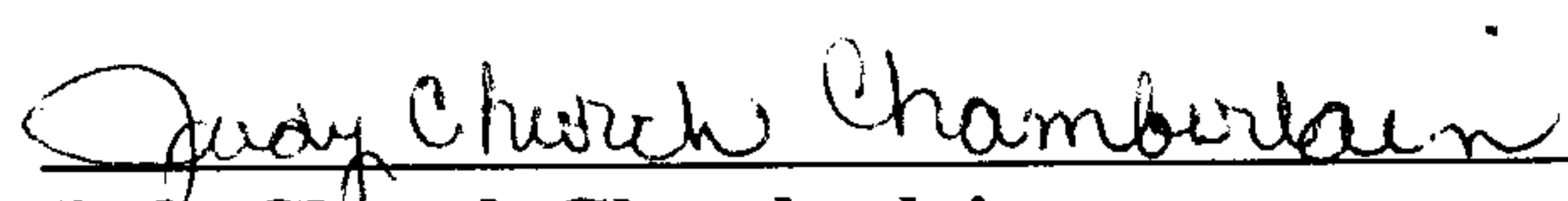
<u>NAME</u>	<u>ADDRESS</u>
Judy Church Chamberlain	1550 Bent River Circle Birmingham, Alabama 35216
Daniel Wayne Chamberlain	1550 Bent River Circle Birmingham, Alabama 35216


EIGHTH: Preemptive rights of any shares of stock issued subsequently shall be granted to those share holders of record at the date of the meeting of shareholders authorizing the issuance of any additional shares beyond the original number of shares issued which shall be One Hundred Thousand (100,000).

NINTH: Before any share of stock of this corporation may be sold to any party, a current shareholder, or a third party, ten (10) days written notice of the intent to sale must be served on the current President or Chairman of the Board of said corporation, and a right to purchase at the same price agreed upon by the other parties shall be endowed upon the corporation for that ten (10) day period, unless the Board of Directors by majority vote waive said right of first refusal.

In Witness Whereof, the undersigned incorporators have hereunto subscribed their signatures to these Articles of Incorporation this the 7th day of May, 2008.

WITNESS:


Judy Church Chamberlain


Daniel Wayne Chamberlain

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:

Gayne Realty Company, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Dan Chamberlain, 1550 Bent River Circle, Birmingham, AL 35216 for a period of one hundred twenty days beginning May 1, 2008 and expiring August 30, 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.

May 1, 2008

Date

Beth Chapman JS

Beth Chapman

Secretary of State