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Shelby Cnty Judge of Probate, AL
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ARTICLES OF INCORPORATION

OF

MARINO-KAPLAN REALTY GROUP, INC.

The undersigned, acting as incorporator of a corporation under the Code of Alabama, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Marino-Kaplan Realty Group, Inc.

SECOND: The period of its duration is perpetual.

THIRD: PURPOSES, OBJECTS AND POWERS

3.1 The Corporation has been organized for the following purposes and objects and powers:

(a) To engage in any lawful business, act or activity for which a company may be organized under the Act, it being the purpose and intent of this Article III to invest the Company with broadest purposes, objects and powers lawfully permitted a company formed under the Act

(b) To carry on any and all aspects, ordinary or extraordinary, of any lawful business and to enter into and carry out any transaction, ordinary or extraordinary, permitted by law, having and exercising in connection herewith all powers given to companies by the laws of the State of Alabama.

(c) Without limiting the scope and generality of the foregoing, the specific purposes, objects and powers:

(1) The company intends to pursue the business of real estate brokerage pursuant to the provisions of Chapter 27 of Title 34 of code of Alabama.

(2) To take, own, hold, deal in, mortgage or otherwise give lien against and to lease, sell, buy, exchange, transfer and, in any manner, dispose of or deal with real property of every class or description, and any and all interest therein, both within and without the State of Alabama.

(3) To manufacture, purchase or otherwise acquire, in any lawful manner, and hold, own, mortgage, pledge or otherwise to give liens against and to lease, sell, assign, exchange, transfer, or in any manner, dispose of, to deal and trade in and with, and to invest goods, wares, merchandise and property of any and every class

and description, both within and without the State of Alabama, and in any part of the world.

(4) For any of the purposes of the Company and without any limitation as to amount, to borrow and raise monies, to draw, make, accept, endorse, discount, execute, pledge, issue, sell or otherwise dispose of promissory notes, drafts, bills of exchange, warrants, bonds and other instruments, whether transferable, and other evidence of indebtedness, whether secured by mortgage or otherwise, either alone or jointly with any other person, company or corporation; to confer upon the holders of any of its obligations such rights, powers and pledges as from time to time might be deemed advisable by the members, except as may be specifically prohibited by law; to lend money with or without collateral or other security.

(5) To enter into, make and perform contracts of every kind for any lawful purpose with any person, firm, association, corporation, municipality or body public.

(6) To purchase, insofar as the same may be done without impairing capital of the Company except as otherwise permitted by law, and to hold, pledge, and reissue shares of its own capital stock, as determined by the members.

(7) To do any and all of the things set forth to the same extent as natural persons might or could do and in any part of the world as principals, agents, contractors, trustees or otherwise, and either alone or in the company of others.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 100 shares of common stock, having a par value of \$1.00 per share.

FIFTH: The address of the initial registered office of the corporation is 4000 Eagle Point Corporate Drive, Birmingham, Al 35242, and the name of its initial registered agent at such address is Betty Kaplan-Marino.

SIXTH: The numbers of directors which shall constitute the initial board of directors of the corporation is one and the name and address of the person to serve as the director until the first meeting of the shareholders or until her successors are elected and qualified are:

NAME

ADDRESS

Betty Kaplan-Marino

6045 Terrace Hills Drive
Birmingham, Alabama 35242

SEVENTH: The name and address of the incorporator is:



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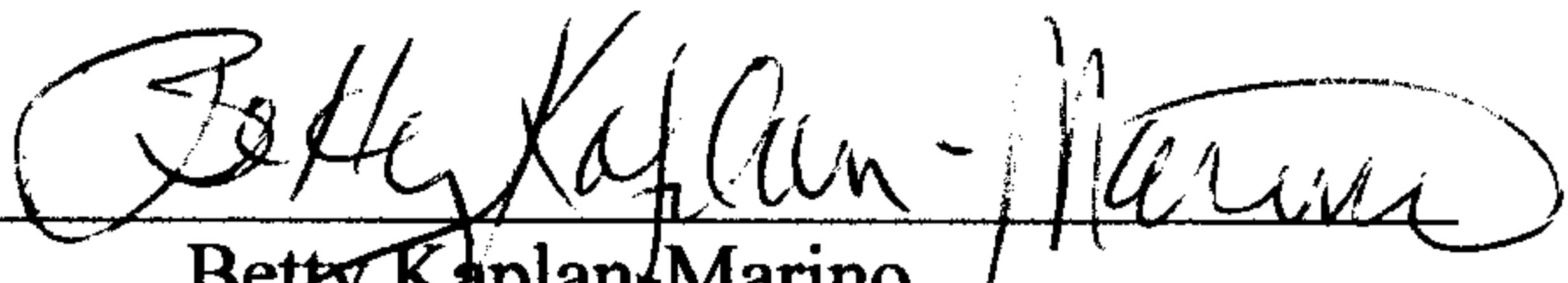
NAME

ADDRESS

Betty Kaplan-Marino

6045 Terrace Hills Drive
Birmingham, Alabama 35242

IN WITNESS WHEREOF, the undersigned hereby declares and certifies that the facts stated herein are true and correct and for the purpose of forming a corporation pursuant to the laws of the State of Alabama does hereunto sign these Articles of Incorporation as of the 10th day of August, 2009.


Betty Kaplan-Marino



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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:

Marino-Kaplan Realty Group, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Jack D. Marino, 4000 Eagle Point Corporate Drive, Birmingham, AL 35242 for a period of one hundred twenty days beginning August 12, 2009 and expiring December 11, 2009.



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.

August 12, 2009

Date

Beth Chapman

Beth Chapman

Secretary of State