

# STATE OF ALABAMA

## DOMESTIC FOR-PROFIT CORPORATION ARTICLES OF INCORPORATION GUIDELINES

### INSTRUCTIONS:

**STEP 1: CONTACT THE OFFICE OF THE SECRETARY OF STATE AT (334)242-5324 TO RESERVE A CORPORATE NAME.**

**STEP 2: TO INCORPORATE, FILE THE ORIGINAL, TWO COPIES OF THE ARTICLES OF INCORPORATION AND THE CERTIFICATE OF NAME RESERVATION IN THE COUNTY WHERE THE CORPORATION'S REGISTERED OFFICE IS LOCATED. THE SECRETARY OF STATE'S FILING FEE IS \$40. PLEASE CONTACT THE JUDGE OF PROBATE TO VERIFY FILING FEES.**

**PURSUANT TO THE PROVISIONS OF THE ALABAMA BUSINESS CORPORATION ACT, THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.**

- Article I* The name of the corporation:  
The Gunnin Agency, Inc.
- Article II* The duration of the corporation is "perpetual" unless otherwise stated.
- Article III* The corporation has been organized for the following purpose(s):  
Sale of all kinds of insurance except for individual health,  
sale of annuities, mutual funds, and investment products.
- Article IV* The number of shares which the corporation shall have the authority to issue is 100.
- Article V* The **street address** (NO PO BOX) of the registered office: 600 Oak Mountain  
Commons Lane, Ste. D, Pelham, AL 35124 and the name of the  
registered agent at that office: William Gunnin.
- Article VI* The name(s) and address(es) of the Director(s):  
William Gunnin, 2508 Woodmeadow Place, Hoover, AL 35216
- Article VII* The name(s) and address(es) of the Incorporator(s):  
William Gunnin, 2508 Woodmeadow Place, Hoover, AL 35216

Any provision that is not inconsistent with the law for the regulation of the internal affairs of the corporation or for the restriction of the transfer of shares may be added.

IN WITNESS THEREOF, the undersigned incorporator executed these Articles of Incorporation  
on this the 23<sup>rd</sup> day of April, 2010.

Printed Name and Business Address of Person Preparing this  
Document:

William Gunnin  
Type or Print Name of Incorporator

(Signature)  
Signature of Incorporator

ARTICLES OF INCORPORATION  
OF  
THE GUNNIN AGENCY, INC.

To the Honorable James Fuhrmeister, Judge of Probate  
of Shelby County, Alabama:

We, the undersigned desiring to become a body corporate, do hereby file the following Articles of Incorporation, pursuant to the laws of the State of Alabama, and the undersigned Incorporators do hereby make and subscribe their names to these Articles.

ARTICLE I: NAME

The name of the corporation shall be The Gunnin Agency, Inc.

ARTICLE II: OBJECTS

This corporation is being formed for the objects of sale of all kinds of insurance except for individual health, as well as sale of annuities, mutual funds, and investment products.

ARTICLE III: PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be at 600 Oak Mountain Commons Lane, Suite D, Pelham, Alabama 35124.

The initial registered agent of the corporation authorized to receive service of process is William Gunnin, whose address is 600 Oak Mountain Commons Lane, Suite D, Pelham, Alabama 35124.

ARTICLE IV: AUTHORIZED CAPITAL STOCK

The total authorized capital stock shall be Fifty Thousand Dollars (\$50,000.00), consisting of 100 shares of common stock at the par value of Five Hundred Dollars \$500.00 per share. All stock shall be common stock and nonassessable. The amount of capital with which the corporation will begin business shall be Fifty Thousand Dollars (\$50,000.00) consisting of 100 shares of common stock of the par value of Five Hundred Dollars (\$500.00) per share, all of which shall be paid in.

ARTICLE V: OFFICER TO RECEIVE SUBSCRIPTIONS

The name and post office address of the agent designated to receive subscriptions to said capital stock is William Gunnin, 600 Oak Mountain Commons Lane, Suite D, Pelham, Alabama 35124.



## ARTICLE VI: INCORPORATORS, DIRECTORS AND OFFICERS NAMES AND ADDRESSES OF INCORPORATORS

The names and post office addresses of the incorporators, and the number of shares of stock subscribed by each, are as follows:

(NAME)	(ADDRESS)	(NO. OF SHARES)	(AMOUNT)
William Gunnin	2508 Woodmeadow Place Hoover, Alabama 35216	100	\$50,000.00

## NAMES AND ADDRESSES OF DIRECTORS

(NAME)	(ADDRESS)
William Gunnin	600 Oak Mountain Commons Lane, Suite D, Pelham, Alabama 35124

## NAMES AND ADDRESSES OF OFFICERS

The names and post office addresses of the Officers chosen for the first year are as follows:

(NAME)	(OFFICE(S))	(ADDRESS)
William Gunnin	President	600 Oak Mountain Commons Lane, Suite D
William Gunnin	Vice-President	Pelham, Alabama 35124
William Gunnin	Secretary	See above
William Gunnin	Treasurer	See above

## ARTICLE VII: POWERS

The corporation shall possess all the powers necessary to conduct the business or businesses, and to carry out the objects expressed herein and all of those expressly conferred on the corporation by the laws of the State of Alabama, as well as those necessarily implied, together with the following additional powers:

(a) To lend money and take security therefore, or to borrow money and give security therefore, on such terms as the Board of Directors may deem proper and available.

(b) To purchase, acquire and own shares of its own capital stock, or the capital stock of any other corporation.

(c) To engage in business as natural persons may, not inconsistent with the provisions of law pertaining to corporations in the State of Alabama.

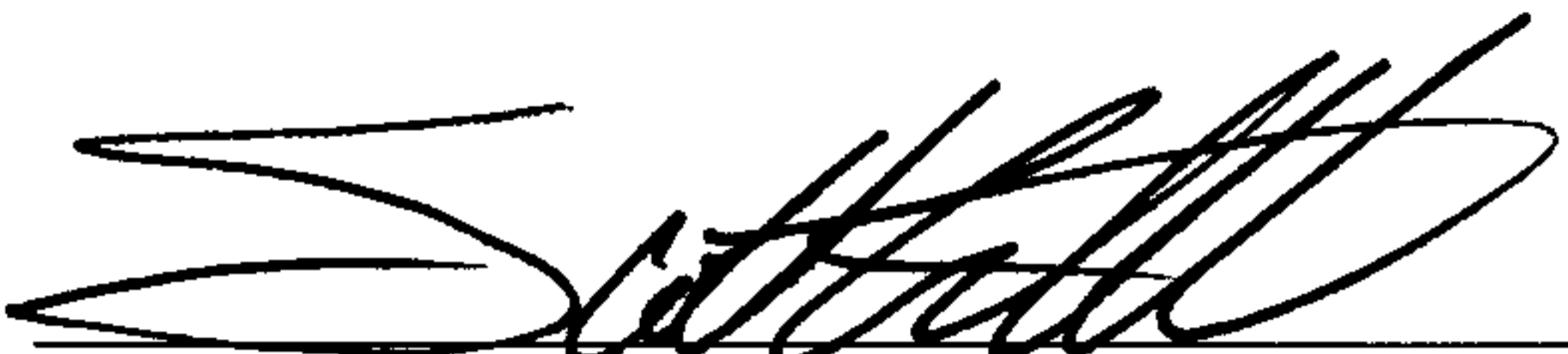
## ARTICLE VIII: RESTRICTIONS


There shall be no restrictions on the corporation's capital stock.

ARTICLE IX: MISCELLANEOUS

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

IN WITNESS WHEREOF, the undersigned Incorporators have hereunto subscribed their names on this 23<sup>rd</sup> day of April, 2010, at Pelham, Alabama.

  
WITNESS

  
William Gunnin

THIS INSTRUMENT WAS PREPARED BY:

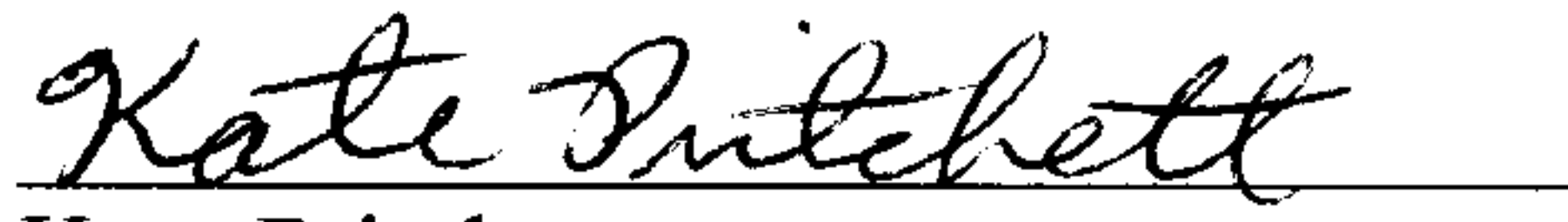
  
Kate Pritchett  
Attorney at Law  
400 Vestavia Parkway, Suite 241  
Birmingham, AL 35216

Exhibit A  
SUBSCRIPTION LIST

We, the undersigned, hereby subscribe for the number of shares in the amount and payable as set opposite our respective names, for the capital stock of The Gunnin Agency, Inc., a corporation being organized under the laws of the State of Alabama.

(NAME OF SUBSCRIBER)	(NO. OF SHARES)	(CONSIDERATION SUBSCRIBED FOR)
William Gunnin	100	\$50,000.00

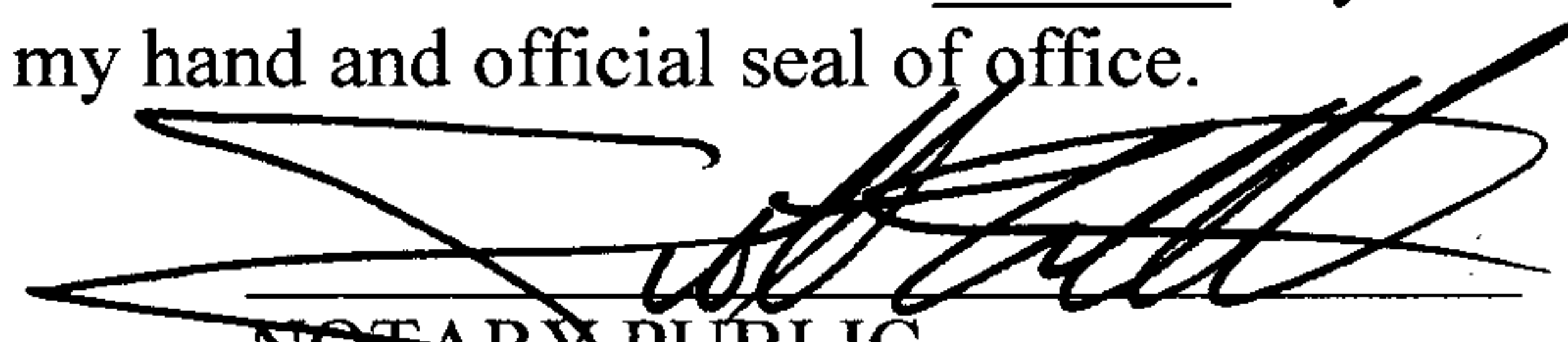
  
William Gunnin

STATE OF ALABAMA )  
Jefferson COUNTY )

BEFORE ME, Scott Gilliland, a Notary Public, in and for the State of Alabama at Large, personally appeared William Gunnin, who is known to me and who being by me first duly sworn, deposes and says that he is the person designated by the incorporators of The Gunnin Agency, Inc. to receive subscriptions to the capital stock of the corporation and that the above and foregoing is the subscription list of the incorporators thereof; that each of said incorporators has paid in full for such shares of stock set opposite the respective name of said subscriber on said subscription list in the manner therein described.

  
William Gunnin

SWORN TO AND SUBSCRIBED TO before me on this 29th day of April, 2010, witness my hand and official seal of office.

  
NOTARY PUBLIC

STATE OF ALABAMA AT LARGE  
NOTARY PUBLIC STATE OF ALABAMA AT LARGE  
My Commission Expires: Oct 18, 2011  
BONDED THROUGH PUBLIC UNDERWRITERS



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:

**The Gunnin Agency, Inc.**

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of William Gunnin, 600 Oak Mountain Commons Lane Ste D, Pelham, AL 35124 for a period of one hundred twenty days beginning April 27, 2010 and expiring August 26, 2010.



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.

April 27, 2010

Date

*Beth Chapman* <sup>TM</sup>

Beth Chapman

Secretary of State