


**STATE OF ALABAMA
SHELBY COUNTY**


20110613000174070 1/5 \$156.00
Shelby Cnty Judge of Probate, AL
06/13/2011 02:48:23 PM FILED/CERT

ARTICLES OF INCORPORATION

ARTICLE I

The name of the corporation shall be Windy Whitley Consulting, Incorporated and shall conduct any and all business of the corporation as Windy Whitley Consulting, Incorporated or Windy Whitley Consulting, Inc. (hereinafter referred to as the Corporation).

ARTICLE II

The duration of the Corporation is perpetual notwithstanding a voluntary dissolution by a majority vote of the shareholders who shall receive one (1) vote per share owned or judicial dissolution pursuant to the laws of the State of Alabama.

ARTICLE III

The Corporation has been organized for the purpose of providing human resources consulting or for any other lawful purpose pursuant to the laws and regulations of the State of Alabama and/or the federal laws, regulations and codes of the United States of America.

ARTICLE IV

The Corporation has authority to issue one hundred (100) shares at a par value of \$1.00 per share. The Corporation may only issue or authorize additional shares by majority vote of the shareholders of the corporation who shall receive one (1) vote per share owned.

ARTICLE V

The Corporation and its registered office shall be physically located at 201 Wixford Way, Alabaster, Alabama 35007. Windy Whitley shall be the registered agent at said registered office located at 201 Wixford Way, Alabaster, Alabama 35007.

ARTICLE VI

The name(s) and address(s) of the Director(s) of the Corporation:

Windy Whitley
201 Wixford Way
Alabaster, Alabama 35007

ARTICLE VII

The name and address of the Incorporator of the Corporation:

Windy Whitley
201 Wixford Way
Alabaster, Alabama 35007

ARTICLE VIII

The Corporation shall maintain a separate bank account from its Incorporators, Officers, Directors, or otherwise and be used solely for any and all operational expenses or otherwise of the Corporation as deemed reasonable and necessary by the President of the Corporation.

ARTICLE IX

The name and address of the President of the Corporation is:

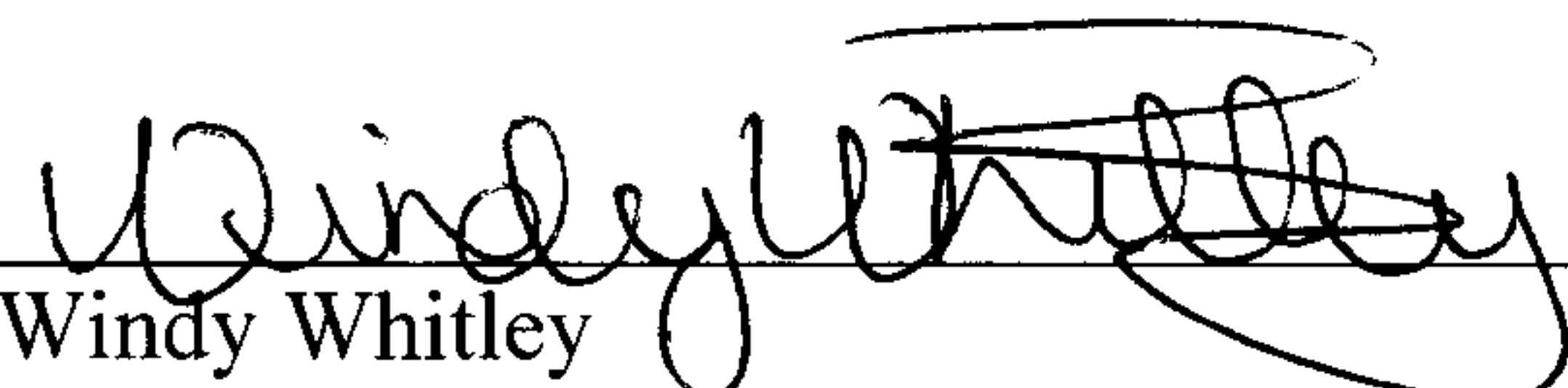
Windy Whitley
201 Wixford Way
Alabaster, Alabama 35007

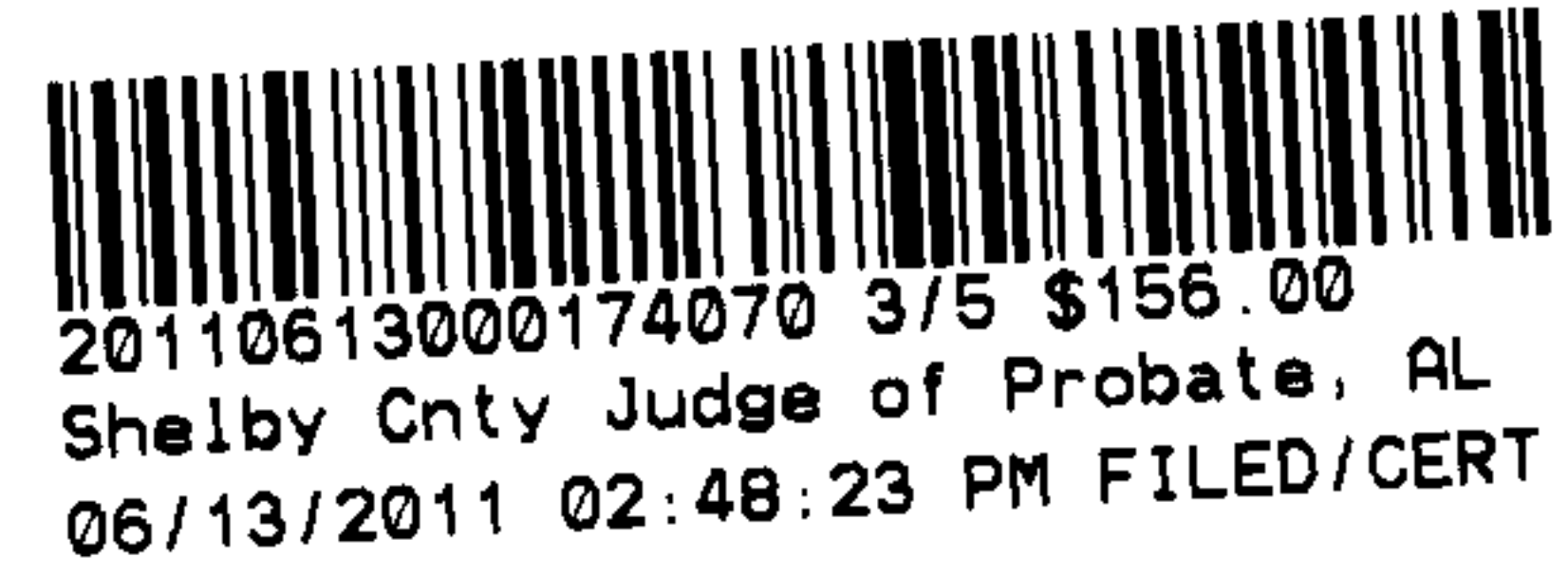
ARTICLE X

The Director(s) and/or Officer(s) of the Corporation shall not be liable to the Corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director, except liability for (A) the amount of a financial benefit received by a director to which he or she is not entitled; (B) an intentional infliction of harm on the corporation or the shareholders; (C) a violation of Section 10-2B-8.33 of the Code of Alabama; (D) an intentional violation of criminal law; or (E) a breach of the director's duty of loyalty to the corporation or its shareholders.

**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 9th day of June, 2011.


Windy Whitley
201 Wixford Way
Alabaster, Alabama 35007



STATE OF ALABAMA)
SHELBY COUNTY)

Before me, the undersigned authority, a Notary Public in and for said county and state, personally appeared Windy Whitley, who is made known to me and, who, upon oath, deposes and says that the foregoing is true and correct.

Given under my hand and seal this 9th day of June ~~January~~ 2011.

Juniper J. Nickell
NOTARY PUBLIC

My commission expires: 2/23/2015

Prepared by:
C. Brian Davidson, Esq.
OF COUNSEL:
DAVIDSON LAW FIRM, P.C.
P.O. Box 267
Helena, Alabama 35080



20110613000174070 4/5 \$156.00
Shelby Cnty Judge of Probate, AL
06/13/2011 02:48:23 PM FILED/CERT

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 Title 10A, Chapter 1, Article 5, Code of Alabama 1975, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

Windy Whitley Consulting, Inc.

This domestic corporation name is proposed to be formed in Shelby County and is for the exclusive use of Windy Whitley, 201 Wixford Way, Alabaster, AL 35007 for a period of one hundred twenty days beginning February 15, 2011 and expiring June 16, 2011

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 20, 2011

Date



575-947

Beth Chapman
Beth Chapman

ebc
Secretary of State



20110613000174070 5/5 \$156.00
Shelby Cnty Judge of Probate, AL
06/13/2011 02:48:23 PM FILED/CERT

Secretary of State
State of Alabama

I hereby certify that this is a
true and complete copy of the
document filed in this office
on February 15, 2011

DATE May 20, 2011

Beth Chapman (signature)
Secretary of State