


This instrument was prepared by:
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Birmingham, Alabama 35203



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Shelby Cnty Judge of Probate, AL
02/16/2012 09:41:01 AM FILED/CERT

ARTICLES OF INCORPORATION
OF
DISCOUNT DISTRIBUTORS, INC.

TO THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

Pursuant to the provisions of the Alabama Business Corporation Act, the undersigned, Vinod Agarwal, acting as incorporator, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is DISCOUNT DISTRIBUTORS, INC., and the corporation shall be authorized to trade in said name or to use any other trade name not now being used by any other person, firm or corporation.

ARTICLE II

AUTHORIZED SHARES

The aggregate number of shares which this corporation shall have authority to issue shall be 1000 common shares having a par value of \$1.00 per share.

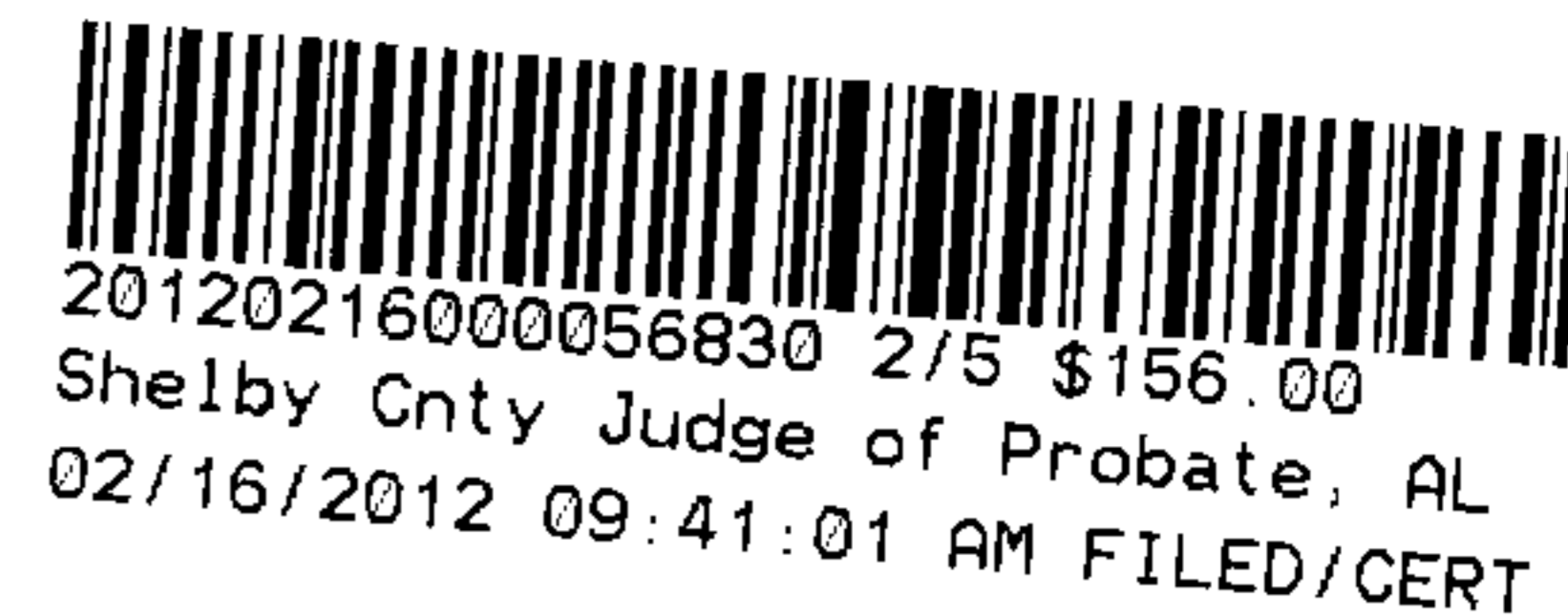
ARTICLE III

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent at such address are as follows:

Registered Agent: Vinod Agarwal
Registered Office: 3155 Crossings Dr.
Hoover, AL 35242

ARTICLE IV
INCORPORATOR



The name and address of the initial incorporator is:

Vinod Agarwal
3155 Crossings Dr.
Hoover, AL 35242

ARTICLE V
DIRECTORS

The number of directors constituting the initial Board of Directors of this corporation is two, and the names and addresses of the individuals who are to serve as directors until the first annual meeting of shareholders or until successors are elected and shall qualify are:

Vinod Agarwal	Faiaz Daredia
3155 Crossings Dr.	3155 Crossings Dr.
Hoover, AL 35242	Hoover, AL 35242

ARTICLE VI
PURPOSES AND POWERS

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

- (a) For wholesaling; and
- (b) For any other lawful purpose or purposes for which a corporation may be incorporated under the laws of the State of Alabama.

ARTICLE VII
DURATION

The period of duration of this corporation shall be perpetual.

ARTICLE VIII
RESTRICTIONS ON TRANSFER

This corporation may, from time to time, lawfully enter into any agreement, to which all or

less than all of the holders of record of the issued and outstanding shares shall be parties, restricting the transfer of any or all shares represented by certificates therefor upon such reasonable terms and conditions as may be approved by the Board of Directors of this corporation, provided that such restrictions be stated upon each certificate representing such shares.

ARTICLE IX

BINDING EFFECT

All persons who acquire shares in this corporation shall acquire them subject to the provisions of these Articles of Incorporation, as the same may from time to time hereafter be amended. Except as otherwise expressly provided by the laws of the State of Alabama, this corporation shall be entitled to treat the person or entity in whose name any share is registered as the owner thereof for all purposes, and shall not be bound to recognize any equitable or other claim to or interest in said share on the part of any other person or entity, whether or not this corporation shall have notice thereof.

ARTICLE X

EXECUTION OF DOCUMENTS

The President of this corporation shall have authority to execute all deeds, mortgages, bonds and other contracts requiring a seal, under the seal of this corporation; and the Secretary or any Assistant Secretary of this corporation shall have authority to affix said seal to instruments requiring it and to attest the same.

ARTICLE XI

EXERCISE OF POWER

The corporate powers shall be exercised by the Board of Directors, except as otherwise expressly provided by statute or by these Articles of Incorporation. The corporation may, in its Bylaws, confer powers upon its Board of Directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon the Board of Directors by statute.

ARTICLE XII

INTEREST OF DIRECTORS

No contract or other transaction between this corporation and one or more of its directors or any other corporation, firm, association or entity in which one or more of its directors or officers are financially interested, shall be either void or voidable because of such relationship or interest or because such director or directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction, if the contract or transaction is fair and reasonable to this corporation and if either:

- (a) The fact of such relationship or interest is disclosed to the Board of Directors or committee thereof, and such Board of Directors or committee authorizes, approves or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors; or
- (b) The fact of such relationship or interest is disclosed to the shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent.

Common or interested directors may not be counted in determining the presence of a quorum at a meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction.

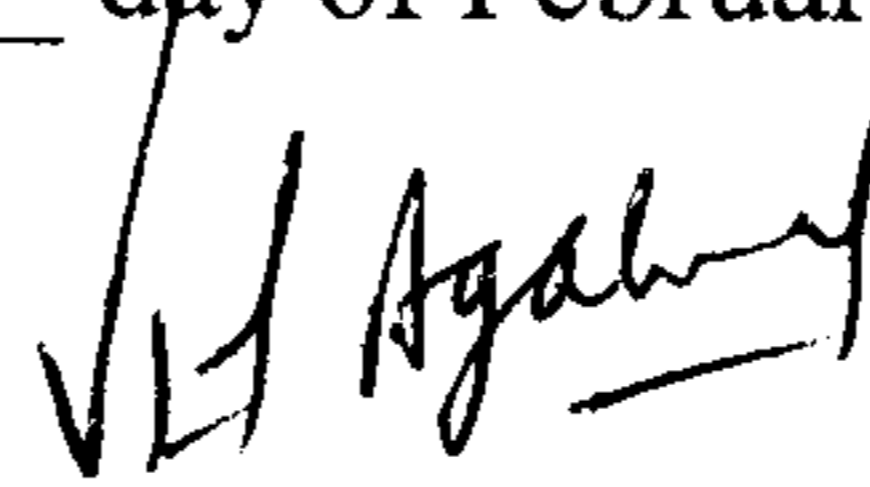
ARTICLE XIII

ELIMINATION OF DIRECTOR LIABILITY

No director shall 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 10A-2-8.33, Code of Alabama, as the same may be amended from time to time;
- (d) An intentional violation of criminal law; or
- (e) A breach of the director's duty of loyalty to the corporation or its shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto subscribed his name to these Articles of Incorporation on this 15 day of February, 2012.



Vinod Agarwal, Incorporator

