

THE STATE OF ALABAMA)
COUNTY OF SHELBY)


20121023000406670 1/5 \$156.00
Shelby Cnty Judge of Probate, AL
10/23/2012 09:45:38 AM FILED/CERT

ARTICLES OF INCORPORATION OF
WATRUSCO, INC.

The undersigned, acting as incorporators and desiring to form themselves into a corporation under the Alabama Business Corporation Act, do adopt the following Articles of Incorporation for such corporation:

1. The name of said Corporation shall be:

WATRUSCO, INC.

2. The objects and purposes of said corporation shall be to operate a wholesale and retail automobile dealership, and any other business which is lawful, allowed and permitted for such corporations under the Alabama Business Corporation Act, and to such end shall have all the powers stated, mentioned, allowed and approved for such corporations by the laws of Alabama under said Alabama Business Corporation Act, which are not prohibited by law to corporations of this kind.

3. The location and principal place of business of said corporation shall be 1370 Simmsville Road, Alabaster, Alabama 35007.

4. The period of corporation shall be perpetual.



5. The total amount of authorized capital stock shall be \$10,000.00 which shall be divided into 10,000 shares of common stock of \$1.00 par value each. The corporation shall begin business with the subscribed capital stock of \$10,000.00 consisting of 10,000 shares of common stock with the par value of \$1.00 per share all fully subscribed and paid for. The corporation shall be authorized to issue fractional shares.

6. The name and post office address of the officer or agent authorized and designated to receive subscriptions to the capital stock of said corporation is Carl Watts, 1370 Simmsville Road, Alabaster, Alabama 35007.

7. The names and addresses of the incorporators are as follows:

Carl Watts
1370 Simmsville Road
Alabaster, Alabama 35007

Lance Gregory Rushing
604 Oakline Drive
Hoover, Alabama 35226

8. The officers and/or directors chosen for the first year are as follows:

President: Carl Watts
Vice President/Vice President/Secretary: Lance Rushing

9. The directors of the corporation are

Carl Watts
Lance Rushing



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A handwritten signature consisting of the letters 'C' and 'W' in a cursive, stylized font.

A handwritten signature consisting of the letters 'L' and 'R' in a cursive, stylized font.

10. All incorporators hereby acknowledge their agreement to a plan for the issuance of capital stock of the Corporation whereby it is agreed by and between the incorporators that all capital stock to be issued pursuant to Section 1244 of the Internal Revenue Code of 1986 as amended, within one year from the date this plat is adopted by the Stockholders and Directors. It is agreed that the effective date of this plan shall be the date on which the same is approved by the Board of Directors.

11. For the purposes of determining the number of holders of record of the stock of the corporation, stock which is held in joint tenancy or common tenancy or by the entireties shall be treated as held by one shareholder. All of the corporation's issued shares of common stock of all classes, exclusive of treasury shares, shall be held of record by not more than thirty persons.

12. The location and mailing address of the corporation's initial registered office is 1370 Simmsville Road, Alabaster, Alabama 35007, and the name of the corporation's initial registered agent at such address is Carl Watts.

IN WITNESS WHEREOF, the undersigned have hereunto set our respective names and seals this the 18 day of October 2012.

Carl Watts (L.S.)
Carl Watts

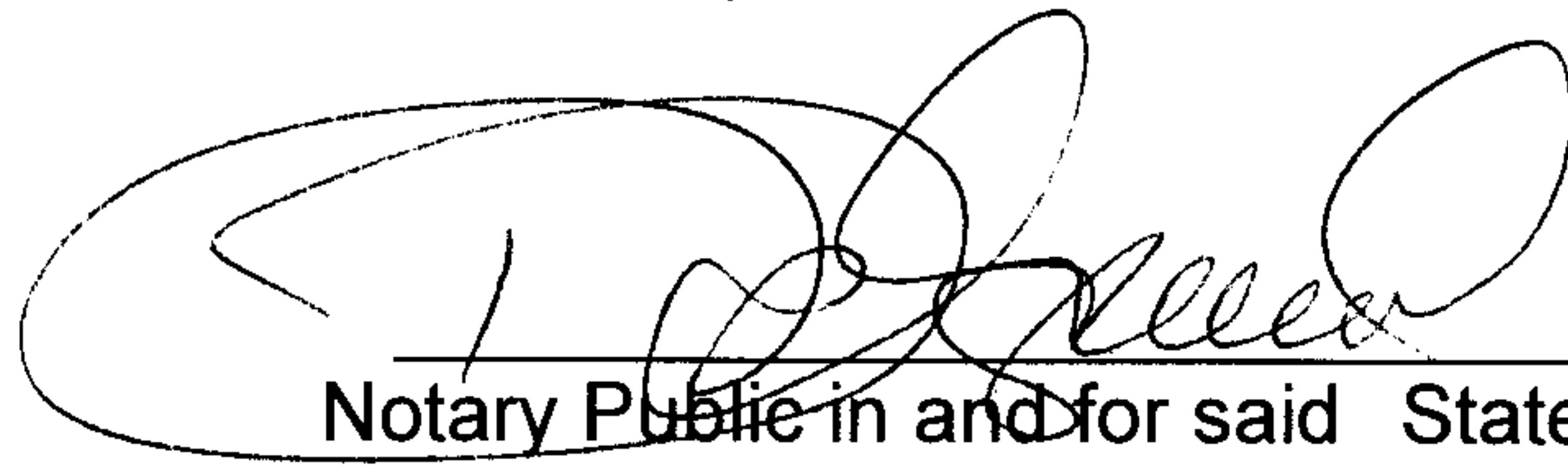
Lance Gregory Rushing (L.S.)
Lance Gregory Rushing


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Before me, the undersigned authority, personally appeared Carl Watts and Lance Gregory Rushing who are known to me or who being made known to me, whose names are signed as incorporators to the foregoing Articles of Incorporation, and I do certify that they did acknowledge before me that being informed of the contents of the foregoing Articles of Incorporation, they did sign the same voluntarily as and for their own acts and deeds on the day the same bears date.

Given under my hand this 18 day of October, 2012.



Notary Public in and for said State and County
My Commission Expires:

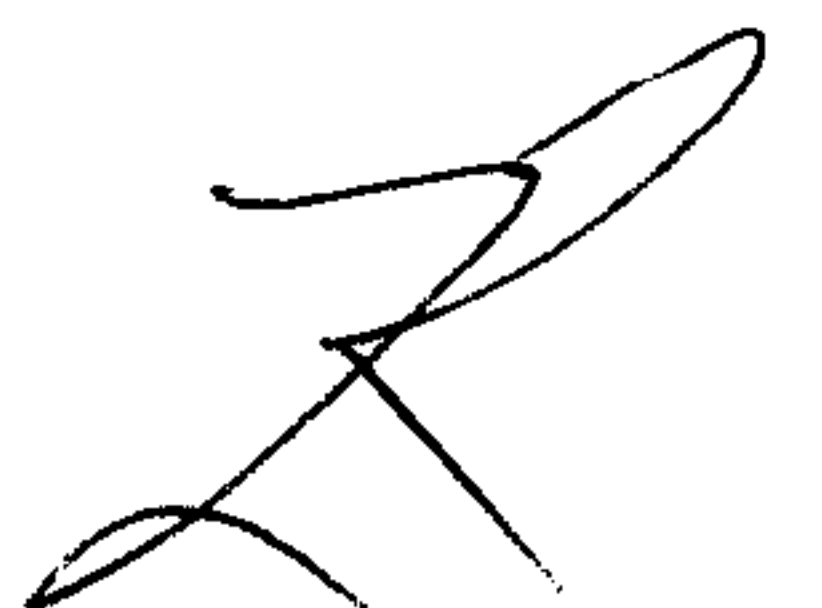
8-16-15

SEAL

THIS DOCUMENT PREPARED BY:
David A. Bedgood
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205-663-4333 fax
david@bedgoodlaw.com



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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 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:

Watrusco, Inc.

This domestic business corporation is proposed to be formed in Alabama and is for
the exclusive use of Bedgood Law Firm, LLC, 160 Yeager Parkway Suite 105,
Pelham, AL 35124 for a period of one hundred twenty days beginning September
14, 2012 and expiring January 12, 2013.



**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.**

September 14, 2012

Date

Beth Chapman

611-208

Beth Chapman

Secretary of State



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