

**STATE OF ALABAMA        )**

**SHELBY COUNTY            )**

**ARTICLES OF INCORPORATION**  
**OF**  
**JNB LOGISTICS, INC.**

The undersigned, acting as an incorporator of a corporation under the Code of Alabama, adopt the Articles of Incorporation for such corporation;

**ARTICLE ONE**

The name of the corporation shall be JNB Logistics, Inc.

**ARTICLE TWO**

The period of its duration is perpetual.

**ARTICLE THREE**

The purpose or purposes for which this corporation is formed are:

1. To generally engage in the business of parcel/freight delivery or any other lawful purpose.
2. To purchase, own, construct, improve, develop, lease, exchange, sell, dispose of, invest in and otherwise deal in and turn to account, real estate; to purchase, lease, build construct, erect, renovate, occupy, and manage buildings of every kind and character whatsoever; to finance the purchase, improvement, development, and construction of land and buildings belonging to or to be acquired by this company, or any other person, firm, or corporation.
3. To manufacture, produce, purchase or otherwise acquire, hold, own sell, mortgage, pledge, transfer or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise and real and personal property of every class and description.
4. To provide services and consultation to and for, and to enter into, make and perform contracts with any person, firm, company, association or corporation.
5. To acquire, build, operate, conduct, manage, maintain and carry on the business organizations, structures and facilities required or desired in order to perform the aforesaid

purposes and generally to do everything necessary or desirable for carrying out said purposes.

6. This corporation shall have the power to make loans on mortgages secured by each estate and to do all things incidental to or in furtherance of the ownership, collection and liquidation of such loans.

7. This corporation shall have the power to purchase, acquire, seek, dispose of and otherwise deal in negotiable and non-negotiable instruments of all kinds, whether secured by mortgage or otherwise, and to do all things incidental to or in furtherance of the ownership and liquidation of such items.

8. This corporation shall have the power to acquire all and any of the goodwill, rights, property and business of any person, any manner dispose of the whole or any of the rights property and business so acquired and to assume in connection therewith any liabilities of such person, firms, corporation or association.

9. This corporation shall have the right and power to borrow money for any of the purposes of the corporation and to issue bonds, debentures, notes or other obligations of any nature and in any manner permitted by law for money so borrowed or in payment for property purchased, or for any other lawful consideration and to secure the payment thereof and of the interest thereon by mortgage upon or pledged, conveyance or assignment in trust of the whole or assignment in trust of the personal, including contract rights, whether at the time owned or thereafter acquired, and to sell, place, discount or otherwise dispose of such bonds, notes or other obligations of the corporation for its corporation purpose.

10. To lend money and to borrow money and to give or take security therefore by way or mortgage, pledge, transfer or assignment of real or personal property of every nature and description.

11. This corporation shall have power and right to carry on in general any other business in connection with the foregoing, not prohibited by law, and to have and exercise all powers conferred by the State of Alabama on corporations generally.

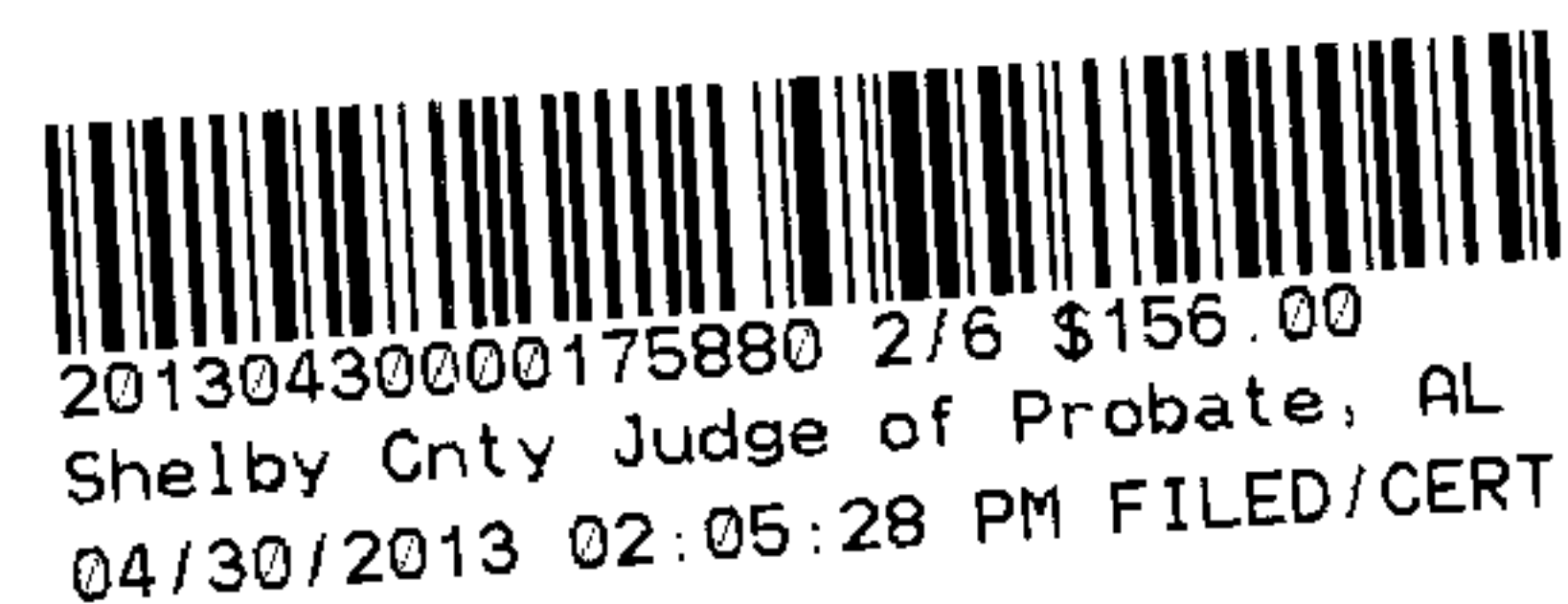
#### **ARTICLE FOUR**

The aggregate number of shares which the corporation shall have the authority to issue is One Thousand (1000) at a par value of One Dollar (\$1.00) per share.

#### **ARTICLE FIVE**

Provisions for the regulation of the internal affairs of the corporation are as provided in the Bylaws.

Prepared by;  
Christopher S. Beard  
Fortune & Beard  
2100 1<sup>st</sup> Ave North, Suite 300  
Birmingham, AL 35203  
(205) 408-0006  
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## **ARTICLE SIX**

The address of the initial registered office of the corporation is 2209 Hearthwood Circle, Birmingham, Alabama 35242 and the name of its initial registered agent at such address is Jennifer S. Jones.

## **ARTICLE SEVEN**

The number of directors constitute the initial board of directors of the corporation is one and the name and address of the persons who are to serve as directors until the first meeting of shareholders or until their successors are elected and shall qualify are:

|                   |                                                   |
|-------------------|---------------------------------------------------|
| Jennifer S. Jones | 2209 Hearthwood Circle, Birmingham, Alabama 35242 |
|-------------------|---------------------------------------------------|

|                    |                                                   |
|--------------------|---------------------------------------------------|
| Avery M. Jones, II | 2209 Hearthwood Circle, Birmingham, Alabama 35242 |
|--------------------|---------------------------------------------------|

## **ARTICLE EIGHT**

The name and address of each incorporator are as follows;

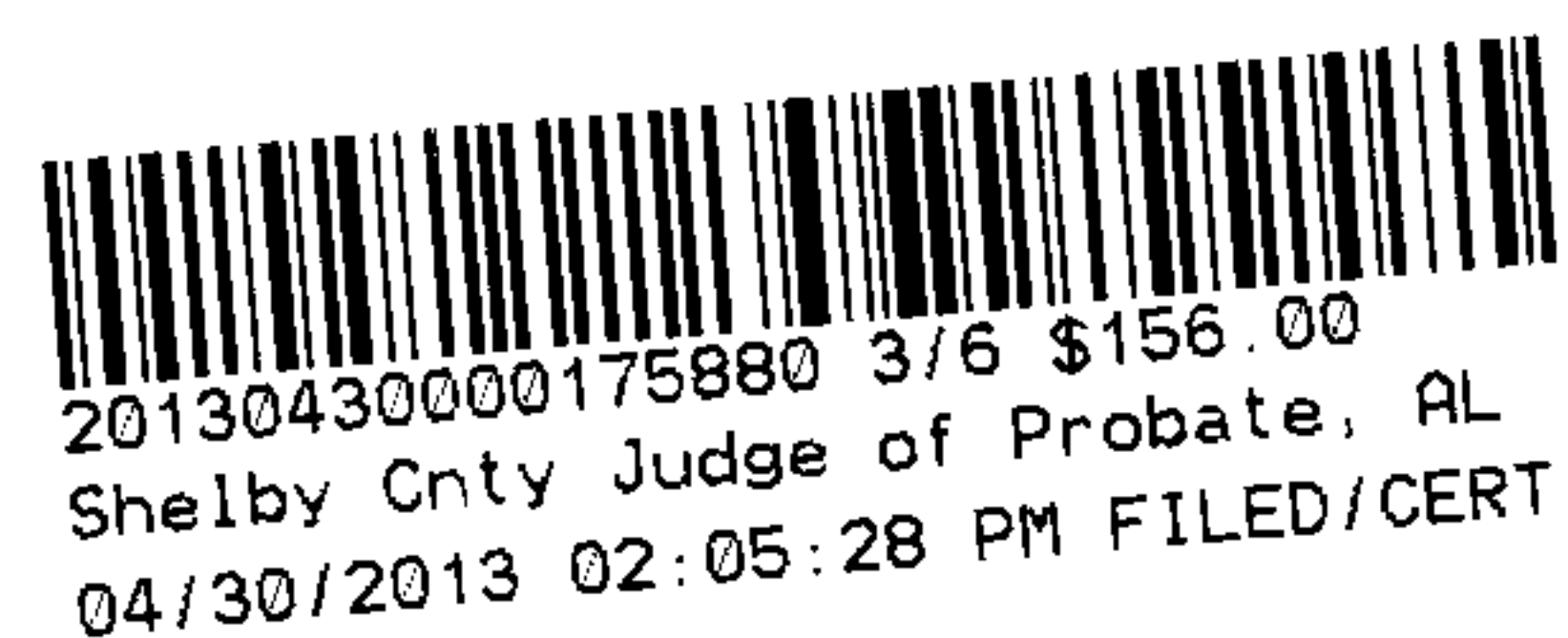
|                   |                                                   |
|-------------------|---------------------------------------------------|
| Jennifer S. Jones | 2209 Hearthwood Circle, Birmingham, Alabama 35242 |
|-------------------|---------------------------------------------------|

|                    |                                                   |
|--------------------|---------------------------------------------------|
| Avery M. Jones, II | 2209 Hearthwood Circle, Birmingham, Alabama 35242 |
|--------------------|---------------------------------------------------|

## **ARTICLE NINE**

No contact or other transaction between the corporation and any other corporation and no act of this corporation shall in any way be affected or invalidated by the fact that any of the officers or directors of this corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation. Any directors individually or any firm of which any directors may be a member may be a part to or may be pecuniarily or otherwise interested in any contract or transaction of this corporation and any director of this corporation who is also a director or officer of such corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested.

Prepared by;  
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## ARTICLE TEN

No stockholder of the corporation shall, because of his ownership of stock, have a pre-emptive or other right to purchase, subscribe or take any part of any stock, or any part of the notes, debentures, bonds or other securities convertible into or carrying option warrants to purchase stock of the corporation authorized by this Certificate of Incorporation, or by an amended Certificate duly filed, may at any time be issued, optioned for sale and sold or disposed of by the corporation pursuant to resolution of its Board of Directors to such person and upon such terms as may such board seem proper without first offering such stock or securities or any part thereof to existing stockholders.

THE UNDERSIGNED, being the Incorporators hereinabove name, for the purpose of forming a corporation pursuant to the Alabama Business Corporation Act, have executed the foregoing article of Incorporation on this the 30 day of April, 2013.



JENNIFER S. JONES



AVERY M. JONES, II

STATE OF ALABAMA                    )  
SHELBY COUNTY                    )

I, the undersigned Notary Public, in and for said State and County, do hereby certify that on this 30<sup>th</sup> day of April, 2013, personally appeared before me, Jennifer S. Jones & Avery M. Jones, II, who, being by me first duly sworn, declared that they are the incorporators of JNB Logistics, Inc., and that they sign the foregoing Articles of Incorporation as incorporators of the corporation, and that the statements therein are true and correct.



NOTARY PUBLIC

4/30/2014  
My Commission Expires

Prepared by;  
Christopher S. Beard  
Fortune & Beard  
2100 1<sup>st</sup> Ave North, Suite 300  
Birmingham, AL 35203  
(205) 408-0006  
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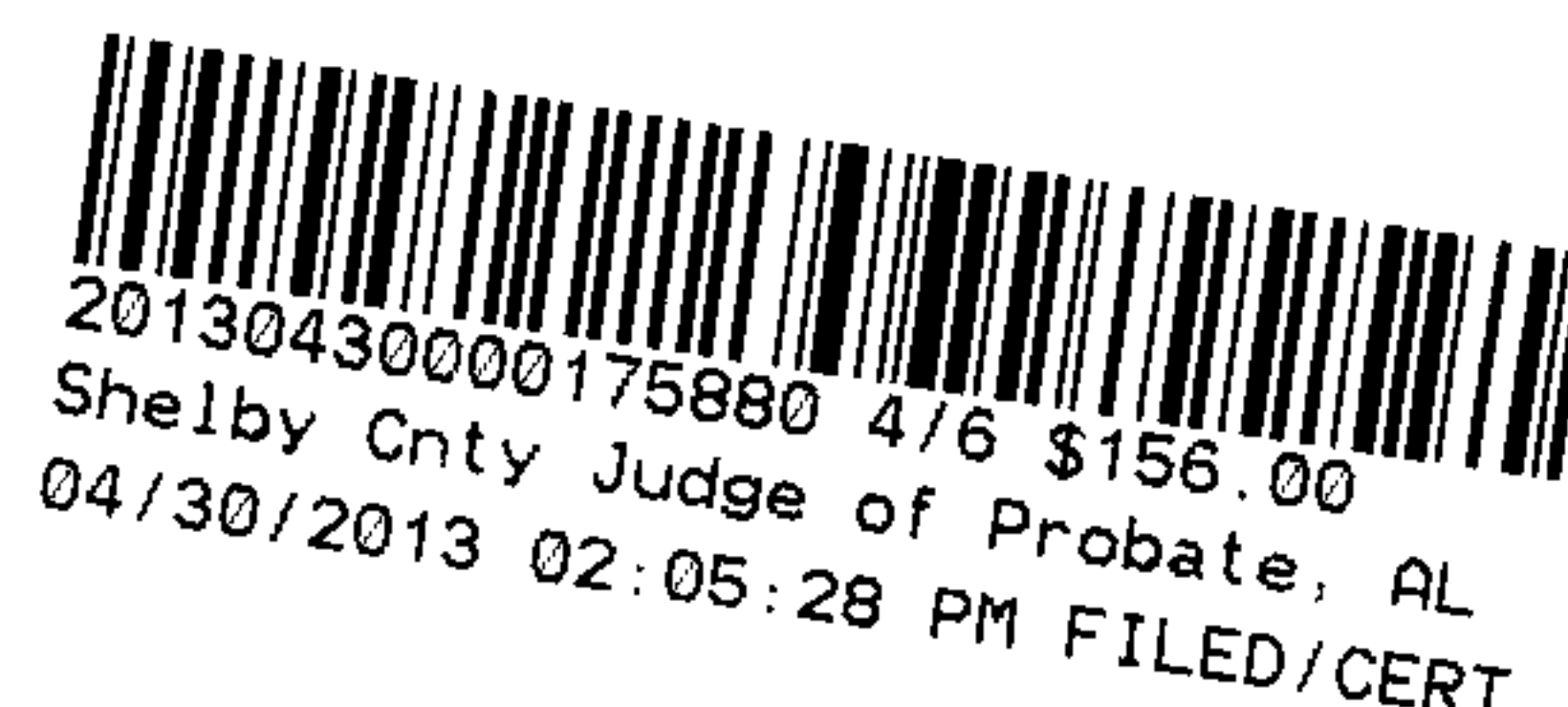


EXHIBIT "B"

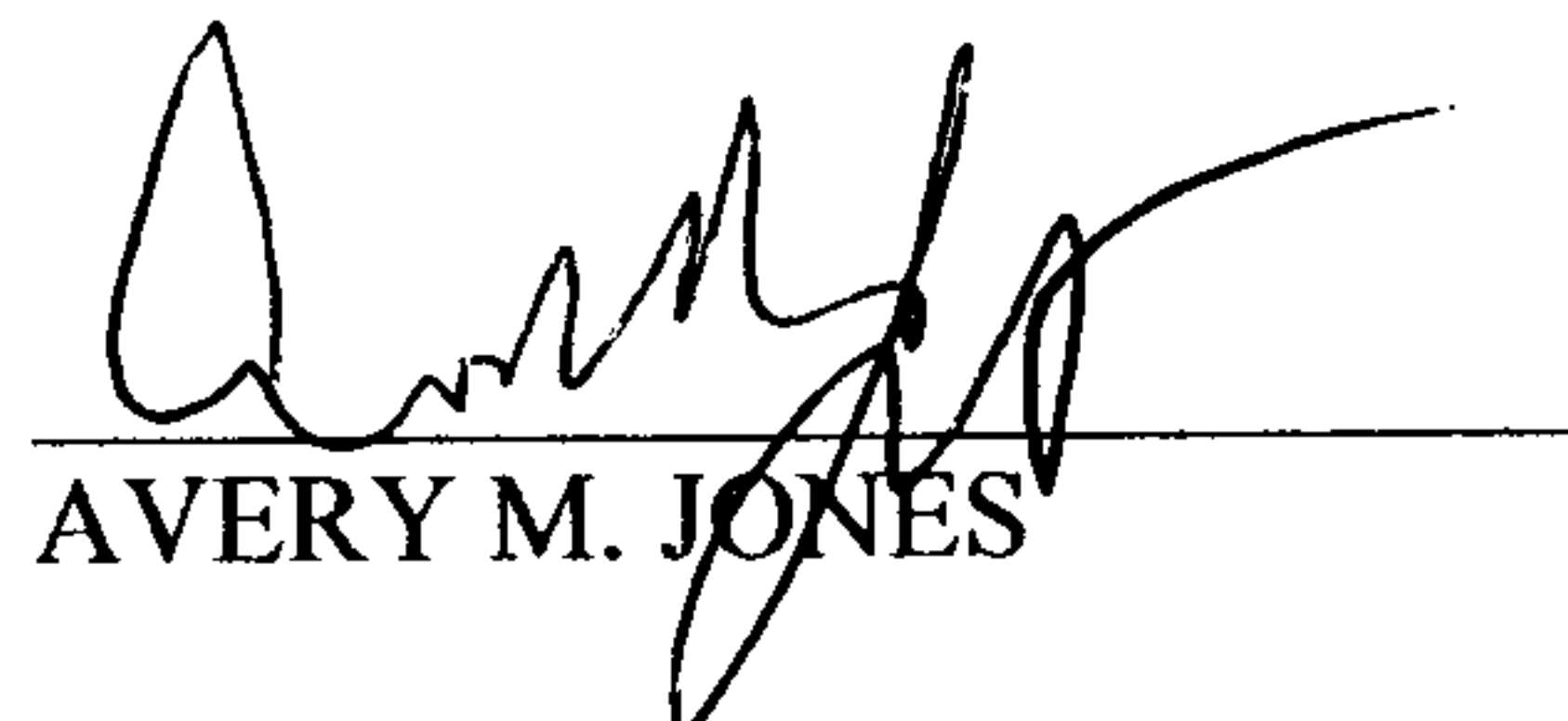
SUBSCRIPTION LIST OF THE SHARES

OF

JNB Logistics, Inc.

I, the undersigned, do hereby subscribe for and agree to take and pay in case for the number of shares of common stock of the par value of \$1.00 per share of JNB Logistics, Inc. proposed to be organized under the laws of the State of Alabama, that is set above each or our signature.

IN WITNESS WHEREOF, the undersigned subscriber has signed his/her name thereto, under the number of shares subscribed for by and the undersigned this the 30 day of April, 2013.

|                                                                                                           | NUMBER<br>OF<br>SHARES | AMOUNT<br>PAID<br>IN CASH |
|-----------------------------------------------------------------------------------------------------------|------------------------|---------------------------|
| <br>JENNIFER S. JONES | 500                    | \$500.00                  |
| <br>AVERY M. JONES     | 500                    | \$500.00                  |

  
201304300000175880 5/6 \$156.00  
Shelby Cnty Judge of Probate, AL  
04/30/2013 02:05:28 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 Alabama, having custody of the  
Great and Principal Seal of said State, do hereby certify that**

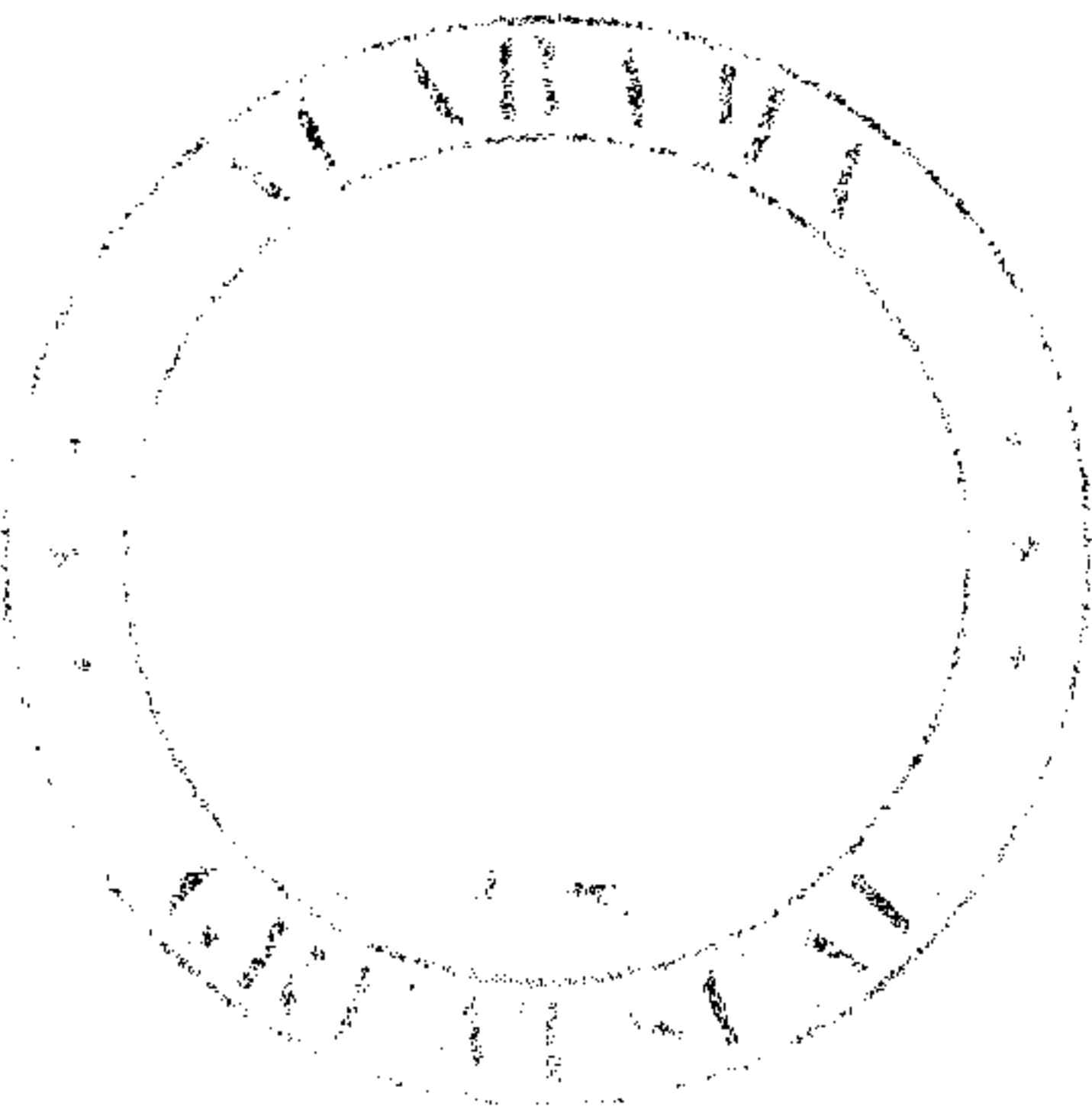
pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama*  
1975, and upon an examination of the entity records on file in this office, the  
following entity name is reserved as available:

**JNB Logistics, Inc.**

This domestic business corporation is proposed to be formed in Alabama and is for  
the exclusive use of Jennifer Jones, 2209 Hearthwood circle, Birmingham, AL  
35242 for a period of one hundred twenty days beginning April 26, 2013 and  
expiring August 25, 2013.

20130430000175880 6/6 \$156.00  
Shelby Cnty Judge of Probate, AL  
04/30/2013 02:05:28 PM FILED/CERT

**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 26, 2013

Date

*Beth Chapman*

626-152

Beth Chapman

Secretary of State