

# **ARTICLES OF INCORPORATION**

**OF**

**MT & E SERVICES, INC.**



20181130000419030 1/8 \$159.00  
Shelby Cnty Judge of Probate, AL  
11/30/2018 11:06:47 AM FILED/CERT

The undersigned, in order to form a corporation for the purposes stated below, under the laws of the State of Alabama, adopt the following articles of incorporation, and the undersigned Incorporators do hereby make and subscribe their names to these Articles.

## **ARTICLE I**

### **NAME**

The name of the corporation is **MT & E SERVICES, INC.**

## **ARTICLE II**

### **PURPOSES AND OBJECTS**

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

- (1) To provide maid, cleaning, home, and yard services to the general public.
- (2) To purchase, acquire, sell, dispose of and otherwise deal in negotiable and nonnegotiable instruments of all kinds, whether secured by mortgage or otherwise and to do all things incident to or in furtherance of the ownership and liquidation of such items.
- (3) To acquire all or any other good will, rights, franchise rights, property and business of any firm, corporation or association, and to hold, utilize, enjoy and in 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 any such person, firm, corporation, or association.
- (4) 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 thereon by mortgage upon or pledge or conveyance or assignment in trust of the whole or any part of the property of the

corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired and to sell, pledge, discount, or otherwise dispose of such bonds, notes, or other obligation of the corporation for its corporate purposes.

(5) To guarantee the obligation of any person, corporation, or association.

(6) To have the power to conduct and carry on any of the business or activity not prohibited by law, not required to be specifically stated in these articles.

(7) To act as a receiver or agent for any person or corporation or in respect to any lawful undertaking or transaction.

(8) To lend its aid and credit to any person, firm, or corporation.

(9) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, service marks, trade names, rights, processes, formulae, franchise rights and the like, which may seem capable of being used for any of the purposes of the corporation and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

(10) To do each and every thing necessary, suitable, or proper for the accomplishment of any of the purposes or the attainment of anyone or more of the objects herein enumerated including, but not limited, to making a Sub-chapter S Corporation Election under the Internal Revenue Code.

### **ARTICLE III**

#### **PRINCIPAL OFFICE AND REGISTERED AGENT**

The location of the principal office and the initial registered office of the corporation shall be in Shelby County, Alabama, at 2969 Pelham Parkway Suite 1 Pelham, Alabama 35124.

The initial registered agent of the corporation authorized to receive service of process is Michael B. Thompson whose address is 2969 Pelham Parkway Suite 1 Pelham, Alabama 35124.

**ARTICLE IV**

**AUTHORIZED CAPITAL STOCK - CAPITALIZATION**

The total number of shares which the corporation is authorized to issue, subject to the right of the corporation hereinafter to increase the same to any amount in the manner provided by law, is One Thousand (1,000), having a par value of \$1.00 each, all of which shall be paid in.

**ARTICLE V**

**OFFICER TO RECEIVE SUBSCRIPTIONS**

The name and address of the officer to receive subscriptions to said capital stock is Michael B. Thompson at 2969 Pelham Parkway Suite 1 Pelham, Alabama 35124.

**ARTICLE VI**

**INCORPORATIONS' DIRECTORS AND OFFICERS, NAME AND ADDRESS OF INCORPORATORS**

The name and the address of the incorporators are:

**INCORPORATORS**

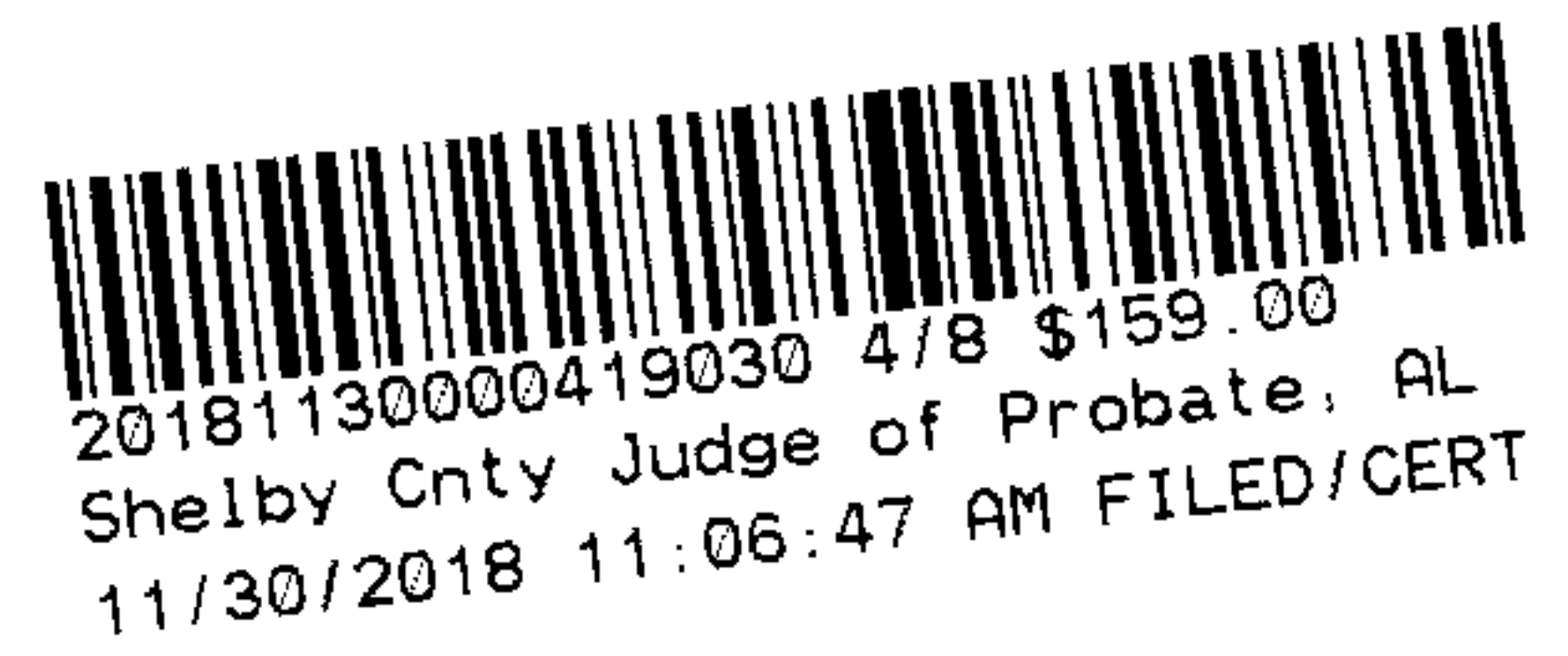
**ADDRESS**

**NO. OF SHARES**

Michael B. Thompson  
2969 Pelham Parkway Suite 1  
Pelham, Alabama 35124

1,000

The number of directors constituting the initial board of directors of the corporation is one (1). The names and addresses of those persons, each of who shall serve as a director



until the first annual meeting of shareholders or until his or her successor is elected and qualifies, are as follows:

**DIRECTORS**

**ADDRESS**

Michael B. Thompson

104 Southwind Dr.  
Hoover, Alabama 35244

The names and addresses of those persons, each of who shall serve as a officer until the first annual meeting or until his or her successor is appointed, are as follows:

**OFFICERS**

**POSITION**

Michael B. Thompson

President

B. Elyce Thompson

Secretary/  
Treasurer

**ARTICLE VII**

**DURATION**

The corporation shall have perpetual existence unless dissolved in accordance with the law.

**ARTICLE VIII**

The following provisions for the regulation of the business and for the conduct of the affairs of the corporation are hereby adopted:

(1) A Board of Directors shall be subject to election at each annual meeting of the stockholders or in the absence of such election at an adjourned meeting of the stockholders or special meeting of stockholders thereafter held in accordance with the By-Laws.

(2) Other officers shall be elected or appointed by the Directors and/or such committee or officer as may be provided by the By-Law or by resolution of the Board of Directors.

(3) The number of Directors of the corporation shall be fixed from time to time by the By-Laws, or by resolution of the stockholders and may be increased or diminished by change in the special meeting provided that the Board shall consist of not less than one nor more than fifteen directors. Any authorized increase in the number of directors may be filled by vote of the stockholders at any regular or special meeting. In the event of any vacancy in the Board of Directors through death, resignation, disqualification, or other cause, the remaining director or directors may by affirmative vote, elect a successor or successors to hold for the unexpired portion of the term of the director or directors whose place or places shall be vacant and until the election of a successor.

(4) Unless and until changed by the By-Laws, annual meetings of the stockholders shall be held on the second Tuesday of January and each year thereafter on a like day at which the Board of Directors shall be elected by the stockholders and immediately after the adjournment of the annual or other meeting of the stockholders, said Board of Directors shall convene and elect the remaining officers of the company. Each Director shall hold his office until the next annual or subsequent meeting of stockholders at which a full Board shall be elected, provided however, that the stockholders at which a full Board shall be elected, provided however, that the stockholders may by action of a majority thereof, at a special meeting, remove the Board of Directors, or any member thereof, or any officer or officers and elect successors thereto.

(5) Any action required or proposed to be taken by the Directors, stockholders or any class, or any executive or other committee, may be validly effected in the following manner without notice or formal proceeding: Any resolution of proceeding approved in writing by all of the stockholders, Directors, or members of such committee, as the case may be, by the subscription of their names in writing to the same or concurrent instruments shall be valid and effective as if such action were adopted by the same vote at a regularly called meeting of such stockholders, Directors, or committee as the case may be and shall be designated, as of the date of which the same shall be filed and noted by the Secretary; and such resolution shall thereupon be entered in the minutes of the corporation under such effective date.

(6) Any officer elected or approved by the Board of Directors may be removed at any time by an affirmative vote of 80% of the whole Board of Directors, but any other

officer or employee of the corporation may be removed at any time by the vote of the Board of Directors or by any committee or by any superior officer to whom authority has been given by the By-Laws or by resolution of the directors.

(7) The Board of Directors, by the affirmative vote of a majority of the whole Board, may appoint from the Directors an Executive Committee, of which a majority shall constitute a quorum, and, such committee shall have and exercise any and all of the powers of the Board of Directors.

(8) The Board of Directors, by the affirmative vote of a majority of the whole Board, may appoint other standing committees and such standing committee shall have and may exercise such powers as shall be conferred or authorized by resolution of the Board, and the Board of Directors may, in like manner, confer such authority upon any officer or agent in like manner, confer such authority upon any officer or agent or attorney of the company as it may deem wise.

(9) The Board of Directors may appoint not only other officers of the company, but one or more Vice Presidents, one or more Assistant Secretaries, and one or more Assistant Treasurers, and the persons so appointed, respectfully, shall have and may exercise all the powers of the Vice President of the Secretary, and of the Treasurer, respectively.

(10) The Board of Directors shall have the power from time to time to fix and direct and determine the use and disposition of any surplus over and above the capital stock paid in, and shall be authorized to disburse any gratuities or donations for the Corporation.

(11) No contract or other transaction between this corporation and any other corporation shall in anyway be affected or invalidated by the fact that any of the officers or Directors of the Corporation are pecuniarily or otherwise interest in, or are directors or officers of such corporation; any Director individually or firm of which any Director may be a member may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of the Corporation; and Director of this Corporation who is also 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 corporation or not so interested.



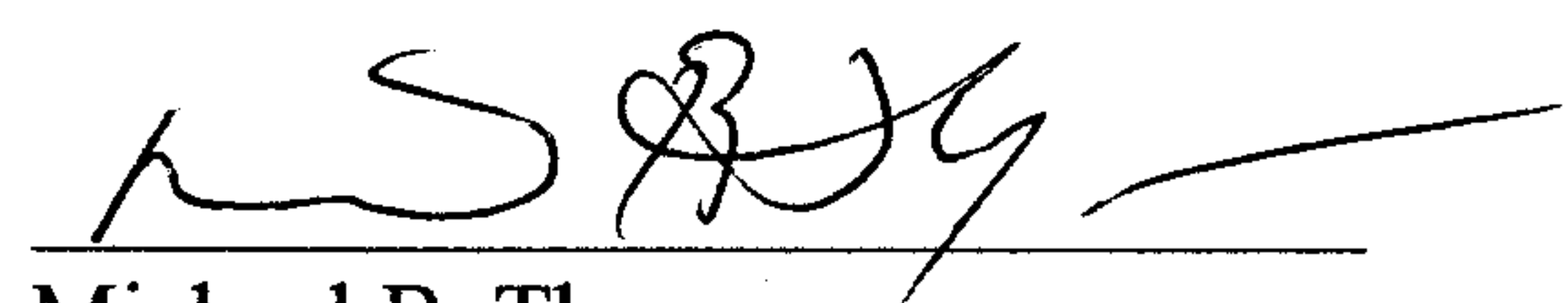
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(12) In the event the Corporation on formation shall have by inadvertence failed to have complied with the applicable laws of the State of Alabama governing the formation of corporations, the provisions of this Certificate shall be deemed to be amended to correct any errors or supply any omissions as of the date of filing hereof.

(13) The Corporation shall have no Corporate Seal.

*Done this 30th Day of November, 2018.*

  
Witness

  
Michael B. Thompson  
Incorporator

**Prepared by:**

Stella Tipton, Attorney  
2363 Lakeside Dr.  
Birmingham, Alabama 35244

John H. Merrill  
Secretary of State

P.O. Box 5616  
Montgomery, AL 36103-5616

# STATE OF ALABAMA

**I, John H. Merrill, 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:

**MT & E Services, Inc.**

This name reservation is for the exclusive use of Stella Tipton, 2363 Lakeside Dr.,  
Birmingham, AL 35244 for a period of one year beginning November 29, 2018  
and expiring November 29, 2019



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**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.**

November 29, 2018

Date

*J. H. Merrill*

John H. Merrill

Secretary of State