

ARTICLES OF INCORPORATION OF THE CATALYTIC
EMPLOYEE CLUB-WILSONVILLE, INC.

The undersigned incorporators associate themselves together to form a corporation not for profit under the laws of the State of Alabama and herewith submit to the Judge of Probate Court of Shelby County for approval the following proposed charter:

I. The name of this corporation shall be CATALYTIC EMPLOYEE CLUB-WILSONVILLE, INC., and the location of its principal place of business shall be Catalytic Inc., Highway 25 North, Wilsonville, Alabama.

II. The purpose of the corporation shall be to encourage, promote and assist athletic, social, and recreational activities among employees of the Company (CATALYTIC, INC.).

III. All employees who desire to join in promoting the object of this corporation may become members of this corporation in the manner from time to time provided by its By-Laws.

IV. This corporation shall have perpetual existence.

V. The affairs of the corporation shall be managed by the following Officers: A President, a Vice-President, a Secretary, a Treasurer, a Athletic Committee Chairperson, a Entertainment Committee Chairperson, and a Membership Committee Chairperson. Each of the said officers shall be elected by the rules governing such included in the By-Laws.

VI. There shall be 7 members of the initial Board of Directors. The Board of Directors will manage all the affairs of the Corporation. The original By-Laws shall be made and adopted by the majority vote of the foregoing Directors and thereafter amended, altered or rescinded from time to time by the Directors in the manner provided in the By-Laws.

VII. The name of the corporation's initial registered agent is Mr. Julius E. Frith, Jr. and the initial registered agent's address is: 405 Meadowlark Place, Montevallo, AL 35115.

P.O. Box 239
Wilsonville, AL 35186

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WILSONVILLE, INC. - Page 2

VIII. The name and address of each of the seven incorporators is:

1. Mr. Julius E. Frith, Jr. 405 Meadowlark Pl., Montevallo, AL 35115
2. Mr. Charles Holcomb, 212 Thompson St., Columbiana, AL 35051
3. Mr. Phil Wilkinson, 3717-E Lodge Drive, Birmingham, AL 35216
4. Mr. Andrew J. Patko, 5162 Red Fern Way, Birmingham, AL 35243
5. Mr. Ronald Ammons, 2831 G. Georgetown Drive, Birmingham, AL 35216
6. Mr. Cornelius Jones, Rt. 2, Box 132, Alpine, AL 35014
7. Mr. Thomas Forbus, 1114 N. Main Ave., Sylacauga, AL 35150

Julius E. Frith Jr.
Incorporator

Charles Holcomb
Incorporator

Phil Wilkinson
Incorporator

Andrew Patko
Incorporator

Ronald W. Ammons
Incorporator

Tom Forbus
Incorporator

Cornelius Jones
Incorporator

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

THE CATALYTIC EMPLOYEE CLUB -WILSONVILLE, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of THE CATALYTIC EMPLOYEE CLUB-WILSONVILLE, INC. signed and verified pursuant to the provisions of Section 10-3-1 of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of INCORPORATION of THE CATALYTIC EMPLOYEE CLUB-WILSONVILLE, INC., and attaches hereto a duplicate original of the Articles of INCORPORATION

GIVEN Under My Hand and Official Seal on this the 4th day of NOVEMBER, 1985

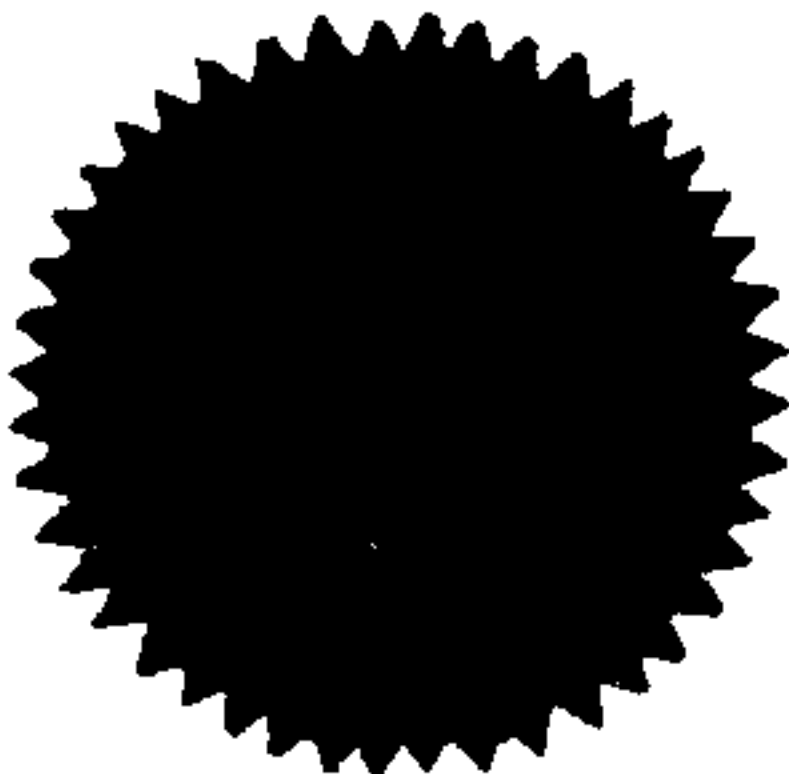
STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

1985 NOV -4 PM 2:42

Thomas A. Inman, Jr.
JUDGE OF PROBATE

Thomas A. Inman, Jr.
Judge of Probate

Recd 25.00
Incl 1.00
26.00



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