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ARTICLES OF INCORPORATION
FOR
SOUTHERN PETROLEUM PROCESSORS, INC.

STATE OF ALABAMA)
COUNTY OF SHELBY)

ARTICLE I. Name of Corporation

The name of this corporation shall be:

Southern Petroleum Processors, Inc.

ARTICLE II. Period of Duration

The period of duration of this corporation shall be perpetual.

ARTICLE III. Purposes

The purposes of this corporation is the transaction of any and all lawful business for which corporations may be incorporated for under the Alabama Business Corporation Act.

ARTICLE IV. Number of Shares of Stock

This corporation shall have the authority to issue 1,000 (1,000) shares of stock. This stock shall be of one class. The stock shall have par value of Ten and NO/100 Dollars (\$10.00) per share.

ARTICLE V. Initial Registered Agent

The initial registered agent and the location and mailing address of the initial registered office of this corporation shall be:

William R. Hill, Jr.
ATTORNEY AT LAW
A Professional Corporation
ONE PERIMETER PARK SOUTH
SUITE 320 SOUTH

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William R. Hill, Jr.
One Perimeter Park South
Suite 320 South Tower
Birmingham, Alabama 35243

ARTICLE VI. Directors

This corporation shall have three (3) director(s). The initial director(s) shall serve until the first annual meeting of shareholders or until the successor(s) be elected and qualify. The name(s) and address(es) of the initial director(s) shall be:

Sidney Eugene Mims, Jr.	One Perimeter Park South Suite 320 South Tower	Birmingham, AL.	35243
William R. Hill, Jr.	One Perimeter Park South Suite 320 South Tower	Birmingham, AL.	35243
Michael G. Ledbetter	One Perimeter Park South Suite 320 South Tower	Birmingham, AL.	35243

ARTICLE VII. Incorporators

The Incorporator(s) of this corporation shall be:

Sidney Eugene Mims, Jr.	One Perimeter Park South Suite 320 South Tower	Birmingham, AL.	35243
William R. Hill, Jr.	One Perimeter Park South Suite 320 South Tower	Birmingham, AL.	35243
Michael G. Ledbetter	One Perimeter Park South Suite 320 South Tower	Birmingham, AL.	35243

ARTICLE VIII. Officers

The initial officers of this corporation shall be:

Sidney Eugene Mims, Jr.
President
One Perimeter Park South
Suite 320 South Tower
Birmingham, Alabama 35243

Michael G. Ledbetter
Vice-President
One Perimeter Park South
Suite 320 South Tower
Birmingham, Alabama 35243

William R. Hill, Jr.
Secretary and Treasurer
One Perimeter Park South
Suite 320 South Tower
Birmingham, Alabama 35243

ARTICLE IX. Powers

This Corporation shall be vested with all powers granted to corporations under the laws of the State of Alabama, including, but not limited to those vested by the Alabama Business Cooperation Act, and the Indemnification of directors, officers, employees, and agents.

ARTICLE X. Amendment

This corporation reserves the right to amend, alter, change, or appeal any provisions of these Articles of Incorporation pursuant to its by-laws and the requirements of the Alabama Business Corporation Act.

Done this the 23rd day of November, 1987.

Sidney Eugene Mims, Sr.
SIDNEY EUGENE MIMS, SR.
Incorporator
One Perimeter Park South
Suite 320 South Tower
Birmingham, Alabama 35243

Michael G. Ledbetter
MICHAEL G. LEDBETTER
Incorporator
One Perimeter Park South
Suite 320 South Tower
Birmingham, Alabama 35243

William R. Hill, Jr.
WILLIAM R. HILL, JR.
Incorporator
One Perimeter Park South
Suite 320 South Tower
Birmingham, Alabama 35243



STATE OF ALABAMA

I, Glen Browder, Secretary of State, of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2A-26, Code of Alabama 1975, the corporate name Southern Petroleum Processors, Inc. is reserved

as available based only upon an examination of the corporation records on file in this office for the exclusive use of Southern Petroleum Processors, Inc.

for a period of one hundred twenty days from this date. In the case of a domestic corporation, the name of the county in which the corporation was or is proposed to be incorporated is Shelby. I further certify that as set out in the

application for reservation of corporate name, the Secretary of State's office does not assume any responsibility for the availability of the corporate name requested

nor for any duplication which might occur.



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.

October 1, 1987 - expires 1-30-88

Date

Glen Browder

Glen Browder

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

SOUTHERN PETROLEUM PROCESSORS, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of SOUTHERN PETROLEUM PROCESSORS, INC., duly signed pursuant to the provisions 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 SOUTHERN PETROLEUM PROCESSORS, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 1st day of DECEMBER, 1987

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

1987 DEC -1 PM 12:57

Thomas A. Browder, Jr.
JUDGE OF PROBATE

Thomas A. Browder, Jr.
Judge of Probate

Rec 35.00
Paid 1.00
36.00