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THIS INSTRUMENT PREPARED BY:

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BOOK 043 PAGE 808

ARTICLES OF INCORPORATION

OF

✓ HODGES ELECTRIC COMPANY, INC.

350 Griffin Rd
Chelsea, AL 35043

STATE OF ALABAMA)

SHELBY COUNTY)

ARTICLES OF INCORPORATION

OF

HODGES ELECTRIC COMPANY, INC.

I, the undersigned, desiring to form a corporation in accordance with the Alabama Business Corporation Act adopt the following articles of incorporation:

ONE

The name of the corporation shall be: Hodges Electric Company, Inc.

TWO

The objects for which the corporation is formed are as follows:

To engage in and carry on all aspects in reference to the consultation and repairs in the electric field, plus any other business the Corporation deems feasible to enter into, and to do those things that are necessary or proper in connection with that business or businesses including but not limited to the following:

To enter into any plan or project for the assistance and welfare of its employees.

To enter into any legal arrangements for sharing of profits, union of interest, reciprocal concessions, or cooperation, as partner, joint venturer, or otherwise, with any person, partnership, corporation, association, combination, organization, entity or other body whatsoever, domestic or foreign, carrying on or proposing to carry on, or any business which this corporation is authorized to carry on, or any business or transaction deemed necessary, convenient or incidental to carrying out of any of the objects of this corporation.

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To erect, construct, maintain, improve, rebuild, enlarge, alter, manage and control, directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, stores, offices, shops, warehouses, factories, mills, machinery, plants and apartments, and any and all other structures and erections which may at any time be necessary, useful or advantageous, for the purposes of the corporation and which can lawfully be done under the laws of the State of Alabama.

To purchase, improve, develop, lease, exchange, sell, dispose of and otherwise deal in and turn to account, real estate; to purchase, lease, build, construct, erect, 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.

To make, lease, purchase and otherwise, acquire, and to use, operate, sell and license to use, all manner of devices, apparatus, rights, permits, privileges, franchises, concessions and constructions suitable or convenient for the purposes of the corporation.

To engage in general merchandising, installation and manufacturing of all types of goods, equipment and accessories in automobiles and other vehicles of every nature and description.

In addition to the foregoing powers and the powers conferred by Alabama Law upon corporations and without in any wise limiting the aforementioned powers, this corporation shall also have the powers to do any or all things herein mentioned or incident thereto to the same extent as natural persons might or could do, and in any part of the world, viz:

A. To buy, acquire, sell, distribute, export, import, design, manufacture, produce, prepare, dispose of, and generally deal in and with every kind of property, real, personal and mixed, and to carry on business of the aforesaid and any trade or business thereto or connected therewith.

B. To borrow money, and to make and issue notes, bonds, debentures, and evidences of indebtedness of all kinds whether secured by mortgage, pledge, or otherwise, and in general to make and perform agreements and contracts of every kind and description, without limit to the amount.

C. The business or purpose of the corporation is from time to time to do any one or more of the acts and things herein set forth, and it shall have the power to conduct and carry on its business, and to exercise all or any of its corporate powers and rights, in the State of Alabama, and in the United States, in the District of Columbia, and in all or any foreign countries.

D. To purchase, hold, sell and reissue the shares of its own capital stock.

E. To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account or deal with real property.

F. To buy, lease or otherwise acquire, the whole or any part of any similar or dissimilar business to that in which this corporation may from time to time be engaged or for which it is organized.

THREE

The principal office of this corporation is to be located at 350 Griffin Road Chelsea, Alabama 35043.

FOUR

The total number of shares of stock in which this corporation shall have authority to issue is One Thousand (1000) shares of one class (common stock) of the par value of One Dollars (\$1.00) per share. The corporation shall issue Three hundred shares of stock initially.

A. No stockholder shall dispose of or encumber any part of his stock in the corporation except under the following conditions:

1. The party desiring to dispose of or encumber any part of his stock must first obtain the written consent of all of the other stockholders

2. In the absence of such written consent, no stockholder and no transferee who has received any stock in accordance with the provisions of Paragraph A. 1. shall encumber or dispose of all or any part of this stock in the corporation now owned or hereafter acquired by him without first giving to the corporation at least sixty (60) days prior written notice by registered mail of his intention to make a disposition of his stock or any portion thereof. Within the sixty (60) day period a

meeting of the stockholders shall be called by the corporation upon not less than five (5) nor more than ten (10) days notice by registered mail and such meeting shall be held at the principal place of business of the corporation. At such meeting all of the stock which the stockholder or transferee wishes to dispose of or encumber shall be subject to an option to purchase or to retire on the part of the corporation, which option to purchase shall be exercised, if at all, at the time of such meeting. The purchase or retirement by the corporation shall be at a price equal to one hundred per cent (100%) of the book value of such stock as of the last day of the month occurring not less than twelve (12) days nor more than thirty-one (31) days preceding the date of the meeting of the stockholders and such purchase or retirement price shall be payable by cash in the amount of one hundred per cent (100%) of the purchase price.

B. If all of the stock which the stockholder or transferee wishes to dispose of or encumber is not purchased or retired by the corporation in accordance with the provisions of the preceding article, then the stock not so purchased or retired shall be offered for sale and shall be subject to an option on the part of each of the stockholders to purchase a proportionate share in relation to the proportionate share each already owns in the corporation, which said option shall be exercised, if at all, at the time of the meeting of the stockholders to be called within forty-five (45) days of receipt of such offer to sell to the corporation aforementioned.

FIVE

The amount of capital with which the corporation will commence business is One Thousand Dollars (\$1,000.00).

The name and addresses of the incorporators are as follows:

Edwin Barrett Hodges, Jr.
350 Griffin Road
Chelsea, Alabama 35043

Vincent Cabot Hodges, Jr.
410 Road 36
Chelsea, Alabama 35043

Neil Fred Thomas
511 Liberty Road
Chelsea, Alabama 35043

SIX

The existence of the corporation is to be perpetual.

SEVEN

The Board of Directors shall consist of three members.
The name and address of the first Board of Directors is:

Edwin Barrett Hodges, Jr.
President / Secretary
350 Griffin Road
Chelsea, Alabama 35043

Vincent Cabot Hodges, Jr.
Vice President
410 Road 36
Chelsea, Alabama 35043

Neil Fred Thomas
511 Liberty Road
Chelsea, AL 35043

EIGHT

The stockholders and directors shall have power to hold their meetings if the By-Laws so provide, and keep the books, except the original or duplicate stock ledger, documents and papers of the corporation outside of the State of Alabama, and to have one or more offices within or without the State of Alabama, at such places as may be from time to time designated by the By-Laws or by resolution of the stockholders or directors, except as otherwise required by the laws of the State of Alabama.

NINTH

The name and address of the director chosen for the first year is as follows:

Edwin Barrett Hodges, Jr.
350 Griffin Road
Chelsea, AL 35043

TENTH

The names and address of the officers chosen for the first year is as follows:

Edwin Barrett Hodges, Jr.
President / Secretary
350 Griffin Road
Chelsea, Alabama 35043

Vincent Cabot Hodges, Jr.
Vice President
410 Road 36
Chelsea, Alabama 35043

Neil Fred Thomas
Treasurer
511 Liberty Road
Chelsea, Alabama 35043

ELEVENTH

The name and address of the initial registered agent is as follows:

Edwin Barrett Hodges, Jr.
350 Griffin Road
Chelsea, Alabama 35043

IN WITNESS WHEREOF, the undersigned has hereunto set their hands and seals this the _____ day of _____, 19__.

Edwin Barrett Hodges Jr. (LS)
EDWIN BARRETT HODGES, JR.

Vincent Cabot Hodges Jr. (LS)
VINCENT CABOT HODGES, JR.

Neil Fred Thomas (LS)
NEIL FRED THOMAS



STATE OF ALABAMA

I, Billy Joe Camp, 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, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Hodges Electric Company, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Philip Bahakel, P. O. Box 88, Pelham, AL 35424 for a period of one hundred twenty days beginning February 25, 1991 and expiring June 26, 1991.

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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.

February 25, 1991

Date

A handwritten signature in cursive script, appearing to read "Billy Joe Camp".

Billy Joe Camp

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

HODGES ELECTRIC COMPANY, 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 HODGES ELECTRIC COMPANY, 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 HODGES ELECTRIC COMPANY, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 26th day of MARCH, 1991.

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

91 MAR 26 PM 1:39

JUDGE OF PROBATE

Thomas A. Snowden, Jr.
Judge of Probate

Rec 35.00
Jud 3.00
38.00

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