

ARTICLES OF INCORPORATION

OF

Harrell Brothers Air Conditioning Service, Inc.

The undersigned, for the purpose of forming a Corporation under the Alabama Business Corporations Act hereby adopts the following Articles of Incorporation:

1. The name of the Corporation is Harrell Brothers Air Conditioning Service, Inc.
2. The term of existence of the Corporation shall be perpetual.
3. The purpose for which this Corporation is organized shall be to service, maintain and install heating and air conditioning units to residences and other structures for profit, as well as the transaction of any or all lawful businesses for which a Corporation may be incorporated under the Alabama Business Corporation Act.
4. The Corporation shall have authority to issue an aggregate number of shares totalling one thousand (1000). Said shares shall consist of one class only, to-wit, common shares, for which the par value of each is one (\$1.00) dollar.
5. The Board of Directors of the Corporation shall maintain authority to amend these Articles to expand or alter the class of shares, to establish series, and fix and determine the variations in the relative rights and preferences between the series.
6. Shares of the Corporation may be freely transferred, except that a Shareholder desiring to transfer any such shares of the corporate stock shall first offer to the Corporation, or to any other Shareholder of the Corporation, or to any combination of the foregoing, prior opportunity, to be

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M. A. Spears

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exercised within a reasonable time, to acquire the "restrictive transfer" shares, at the reasonable market value thereof. Each Shareholder of the Corporation shall further have the preemptive right to purchase treasury shares of the Corporation.

7. The location and mailing address of the initial registered office, and the initial registered agent shall be:

David E. Harrell

775 Island Street

Montevallo, Alabama 35115

8. The number of Directors constituting the initial Board of Directors shall be two (2). The names and addresses of the persons who are to serve as Directors until the first annual meeting of Shareholders, or until their successors be elected or qualify are:

David E. Harrell

775 Island Street

Montevallo, Alabama 35115

Alvin Harrell

775 Island Street

Montevallo, Alabama 35115

9. The names and addresses of the Incorporators are:

David E. Harrell

775 Island Street

Montevallo, Alabama 35115

Alvin Harrell

775 Island Street

Montevallo, Alabama 35115

I, the undersigned have subscribed my name this 10th day of February, 1994.

David E. Harrell

David E. Harrell

Incorporator

Alvin Harrell

Alvin Harrell

Incorporator

STATE OF ALABAMA

I, Jim Bennett, 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:

Harrell Brothers Air Conditioning Service, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Mitchell Spears, P O Box 119, Montevallo, AL 35115 for a period of one hundred twenty days beginning February 3, 1994 and expiring June 4, 1994.



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 3, 1994

Date

Jim Bennett

Jim Bennett

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

HARRELL BROTHERS AIR CONDITIONING SERVICE, 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 HARRELL BROTHERS AIR CONDITIONING SERVICE, 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 HARRELL BROTHERS AIR CONDITIONING SERVICE, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 14 day of FEBRUARY, 19 94.

Thomas A. Snowden, Jr.

Judge of Probate

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