

STATE OF ALABAMA

SHELBY COUNTY

§  
§ ss.  
§

ARTICLES OF INCORPORATION  
OF  
ONE TEN CORPORATION

KNOW ALL PERSONS BY THESE PRESENTS,

That I, Lee Barron Barnett, the undersigned incorporator, for the purpose of forming a business corporation pursuant to the provisions of title 10, chapter 2B, *Code of Alabama* (1975), as in effect from time to time ("Alabama Business Corporation Act"), do hereby adopt these articles of incorporation, the same to constitute a charter for carrying on the business hereinafter specified.

ARTICLE I

NAME OF CORPORATION: The name of the corporation shall be One Ten Corporation.

ARTICLE II

PURPOSES: The nature of the business and the purposes for which the corporation is formed shall be as follows:

(1) To render the business of environmental "cleanup" engaged in operations involving manufacturing, refining, transportation, treatment, storage, and or handling hazardous substances or hazardous wastes.

(2) To do all things necessary, desirable, or expedient in the operation, management, and conduct of the aforesaid business.

(3) To guarantee, act as surety for, endorse, and act as accommodation maker for any debt of the shareholders of the corporation, subsidiaries of the corporation (regardless of the percentage of ownership held by the corporation), corporations the stock of which is owned by a shareholder of the corporation (regardless of the percentage of ownership held by such shareholder), and any other persons, regardless of the presence or adequacy of the consideration to be received by the corporation for so doing or the presence or adequacy of any direct or indirect benefit to the corporation, upon a vote of a majority of the board of directors of the corporation. "Debt" includes liquidated and unliquidated amounts, amounts arising *ex contractu* and *ex delicto*, and amounts fixed or contingent and matured or unmatured, whether new, pre-existing, renewed, or extended, regardless of the terms thereof.

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(4) To transact all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act.

### ARTICLE III

REGISTERED OFFICE AND AGENT: The address of the initial registered office of the corporation shall be 214 Lee's Cove, Helena, Alabama 35080, and the initial registered agent at such address shall be Lee Barron Barnett.

### ARTICLE IV

DURATION: The duration of the corporation shall be perpetual unless the corporation is dissolved by law or otherwise terminated.

### ARTICLE V

SHARES: The corporation shall be authorized to issue 1000 common shares having a par value of \$1.00 each.

### ARTICLE VI

(1) INCORPORATOR: The name and address of the incorporator is as follows:

NAME

ADDRESS

Lee Barron Barnett

214 Lee's Cove  
Helena, Alabama 35080

(2) DIRECTORS: The initial board of directors shall consist of 2 directors, and such number thereafter as may be fixed by the bylaws. The names and addresses of the persons who are to serve as directors until the first meeting of the shareholders, or until their successors are elected and qualified, are as follows:

NAME

ADDRESS

Lee Barron Barnett  
Elizabeth Duren Barnett

Helena, Alabama  
Helena, Alabama

## ARTICLE VII

(1) **VOTING:** At any meeting of the shareholders of the corporation, a shareholder of record shall be entitled to one vote for each share standing in his or her name. Shares may be voted by the shareholders either in person or by proxy.

(2) **PREEMPTIVE RIGHTS:** Each shareholder shall have a preemptive right to purchase additional or treasury shares of the corporation under section 10-2B-6.30 of the Alabama Business Corporation Act.

(3) **MANAGEMENT:** The business and affairs of the corporation shall be managed and conducted in accordance with the bylaws of the corporation.

(4) **VACANCIES:** The board of directors may fill any vacancy on the board, including those vacancies resulting from an increase in the number of directors.

(5) **SHARES NONASSESSABLE:** The shares of the corporation, when fully paid for in accordance with the subscription therefor, shall be fully paid and nonassessable; and in no case shall any shareholder be liable other than for the unpaid shares subscribed for by him.

(6) **LIEN ON SHARES:** The corporation shall have a lien on the shares of a shareholder for any debt or liability owed to it by him before a notice of transfer or levy on such shares is received by the corporation. The corporation shall have such rights with respect to this lien as are conferred by the laws of the State of Alabama.

(7) **AMENDMENTS:** The corporation reserves the right to amend or repeal any provision of these articles of incorporation in the manner provided by law; and all rights conferred upon the officers, directors, and shareholders of the corporation are granted subject to this reservation.

IN WITNESS WHEREOF, I, the said incorporator, have hereunto set my hand on  
this the 1st day of October, 1996.



Lee Barron Barnett

THIS INSTRUMENT PREPARED BY:

✓ TANNER & GUIN, P.C.  
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# 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 10-2B-4.02, 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:

One Ten Corporation

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Joe Beach, PO Box 3206, Tuscaloosa, AL 35403-3206 for a period of one hundred twenty days beginning June 27, 1996 and expiring October 26, 1996.

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.

June 27, 1996

Date



Jim Bennett

Secretary of State



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*Handwritten signature*