

**ARTICLES OF INCORPORATION  
OF  
MILLENNIUM INSPECTION, INC.**

STATE OF ALABAMA)

JEFFERSON COUNTY)

TO THE HONORABLE JUDGE OF PROBATE:

The undersigned, acting as incorporators of a corporation under the Code of Alabama, adopt the following Articles of Incorporation for such corporation:

**ARTICLE I  
NAME**

The name and style of the proposed corporation is "Millennium Inspection, Inc."

**ARTICLE II  
DURATION**

The period of existence of this Corporation shall be perpetual.

**ARTICLE III  
PURPOSES AND POWERS**

The purpose or purposes for which the Corporation is organized are:

(a) Real estate investment;

(b) To purchase, receive by way of gift, subscribe for, invest in, and in all other ways acquire, import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise, use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal, or mixed, tangible or intangible, wherever situated and however held, including, but not limited to, money, credits, choices in action, securities, stocks, bonds, warrants, scripts, certificates, debentures, mortgages, notes, commercial paper, and other obligations and evidences of interest in or indebtedness of any person, firm or

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corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereto including, but not limited to, mineral, oil, gas and water rights, all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, powers, or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof.

(c) To hire and employ agents, servants, and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others.

(d) To promote or aid in any manner, financially or otherwise, any person, firm, association, or corporation, and to guarantee contracts and other obligations.

(e) To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform, and carry out, contracts and arrangements of every kind and character with any person, firm, association, or corporation, or any government or authority or subdivision or agency thereof.

(f) The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in nowise limited or restricted by reference to, or inference from, the terms of any other clause in this certificate of incorporation, but the objects and purposes specified in each of the foregoing clauses of this article shall be regarded as independent objects or purposes.

(g) To utilize and exercise such powers and rights as are conferred on corporations under the provisions of the statutes or laws of the State of Alabama, including, but not limited to, those powers enumerated in Title 10, §10-2A-20 of the Code of Alabama, 1975.

(h) Further the purpose of the corporation is to provide inspection services, including, but not limited to, radiography inspection services.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in nowise limited or restricted by any term or provision of any other clause and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

**ARTICLE IV**  
**AUTHORIZED SHARES**

The aggregate number of shares which the Corporation shall have the authority to issue is One hundred (100) share of common stock of the par value of Ten and No/100 Dollars (\$10.00) each, and the Corporation shall begin business with One Thousand and No/100 Dollars (\$1,000.00) Capital stock.

**ARTICLE V**  
**MEETINGS**

The dates on which the stockholders' annual meeting shall be held, the number of directors and their terms of office and the terms of office of the officers and their duties and powers shall be fixed by the By-Laws and filled by the Board of Directors. The Corporation shall have the power to make By-Laws for the governing and regulation of the Corporation, its agents, servants, officers and employees.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT**

The address of the initial registered office of the corporation is, 155 Highway 313, Columbiana, AL 35051, and the name of its initial registered agent at such address is Brian D. Schwentner.

**ARTICLE VII**  
**DIRECTORS**

The numbers of directors constituting the initial Board of Directors of the Corporation is one (1) and the name and address of the person who shall serve as Director is Brian D. Schwentner, until the first annual meeting of the shareholders, or until his successor(s) are elected and qualified.

**ARTICLE VIII**  
**INCORPORATORS**

The name and address of the incorporator is as follows: Brian D. Schwentner, 155 Highway 313, Columbiana, AL 35051.

**ARTICLE IX**  
**INTEREST OF DIRECTORS**

No contract or other transaction between this corporation and one or more of its directors or any other corporation, firm, association, or entity in which one or more of its directors or officers are financially interested, shall be either void or voidable because of such relationship or interest or



because such director or directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction, if the contract or transaction is fair and reasonable to this corporation and if either:

(a.) The fact of such relationship or interest is disclosed to the Board of Directors or committee thereof, and such Board of Directors or committee authorizes, approves or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors: or

(b) The fact of such relationship or interest is disclosed to the Shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent.

Common or interested directors may not be counted in determining the presence of a quorum at a meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction.

#### ARTICLE X ELIMINATION OF DIRECTOR LIABILITY

No director shall be liable to the corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director, except liability for:

(a) The amount of a financial benefit received by a director to which he or she is not entitled;

(b) An intentional infliction of harm on the corporation or the shareholders;

(c) A violation of 10-2B-8.33, Code of Alabama, as the same may be amended from time to time;

(d) An intentional violation of criminal law; or

(e) A breach of the director's duty of loyalty to the corporation or its shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has subscribed his name to these Articles of Incorporation on this the 7th day of April, 1998.

  
BRIAN D. SCHWENTNER

STATE OF ALABAMA )

JEFFERSON COUNTY )

Sworn to and subscribed before me this the 27<sup>th</sup> day of April, 1998.

C. J. Hall  
NOTARY PUBLIC

# 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:

Millennium Inspection, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Ed Fawwal, 312 N 18th St, Bessemer, AL 35020 for a period of one hundred twenty days beginning April 2, 1998 and expiring August 1, 1998.

**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.**



April 2, 1998  
Date

A handwritten signature in cursive script that reads 'Jim Bennett'.

Jim Bennett

Secretary of State

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