

568.

ARTICLES OF INCORPORATION

OF

PAUL & McDONALD ASSOCIATES, INC.

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

FIRST: The name of the corporation is Paul & McDonald Associates, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purposes for which the corporation is organized are:

- A. To engage in the air pollution control business.
- B. To act as air pollution control engineers and consultants.
- C. To engage in scientific research in all matters pertaining to air pollution control.
- D. To engage in experimentation of air pollution control.
- E. To do any and all other types of engineering work, whether related to or in any way connected with air pollution control, and to act as engineering consultants through the whole range of the engineering field.
- F. To buy or otherwise acquire, own, manage or control real, personal or mixed property of every description, and to sell, mortgage, pledge, lease or otherwise dispose of such property or any part thereof.
- G. To engage in any lawful business that a corporation can enter into in or without the State of Alabama.
- H. To enter into, make and perform contracts and agreements of every kind and for any lawful purpose with any person, firm or corporation, private or political.
- I. In furtherance and not in limitation of the aforesaid objects, to carry on any lawful business and to do anything convenient in connection with the carrying on of such business; and to do business without any restrictions in any legal business of the State of Alabama or any other state of the United States.

This instrument was Prepared by:
✓ MALCOLM L. WHEELER, ATTORNEY
2230 - 3RD AVENUE, NORTH
BIRMINGHAM, ALABAMA 33203

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FOURTH: The aggregate number of shares which the corporation shall be authorized to issue is Two Thousand (2000) of the par value of Thirty and no/00 Dollars (\$30.00) per share. This corporation will begin business with One Thousand Twenty (1020) shares of stock with a paid in capital of Thirty Thousand Six Hundred and no/00 Dollars (\$30,600.00), all of which will be paid in cash. All of the above stock will be common stock of the corporation.

FIFTH: Provisions for the regulation of the internal affairs of the corporation are: the corporate affairs shall be as set out in the by-laws and Articles of Incorporation.

SIXTH: The address of the initial registered office of the corporation is River Chase Office Plaza, Building No. 2, Suite 106-107, Birmingham, Alabama 35244, and the name of its original registered agent at such address is John E. Paul.


SEVENTH: The number of directors constituting the initial Board of Directors of the corporation is six (6), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders, or until their successors are elected and shall qualify, are:

<u>NAME</u>	<u>Address</u>
John E. Paul	Route 2, Box 213-AA Jemison, Alabama 35085
Arnell Paul	Route 2, Box 213-AA Jemison, Alabama 35085
Jack R. McDonald	Route 1, Box 491 Trussville, Alabama 35173
Cathryn McDonald	Route 1, Box 491 Trussville, Alabama 35173
Marlin H. Anderson	4647 Elfrehth Johnson Road Birmingham, Alabama 35215
Rochelle Anderson	4647 Elfrehth Johnson Road Birmingham, Alabama 35215


EIGHTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
John E. Paul	Route 2, Box 213-AA Jenison, Alabama 35085
Jack R. McDonald	Route 1, Box 491 Trussville, Alabama 35173
Marlin H. Anderson	4647 Elfreth Johnson Road Birmingham, Alabama 35215

DATED this 15th day of February, 1982.



JOHN E. PAUL



JACK R. McDONALD



MARLIN H. ANDERSON



STATE OF ALABAMA

I, Don Siegelman, 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 _____

Paul & McDonald Associates, Inc.

is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of Paul & McDonald Associates, 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.

January 28, 1982

Date

Don Siegelman

Secretary of State

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State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

PAUL & McDONALD ASSOCIATES, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of PAUL & Mc DONALD ASSOCIATES, INC., duly signed and verified pursuant to the provisions of Section 10-2A- 91 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 PAUL & McDONALD ASSOCIATES, INC., and attaches hereto a duplicate original of the Articles of INCORPORATION.

GIVEN Under My Hand and Official Seal on this the 17th day of FEBRUARY, 1982.

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

1982 FEB 17 AM 8 38

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

Thomas A. Snowden, Jr.

Judge of Probate



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