

ARTICLES OF INCORPORATION

OF

AMERICAN DRILLING OF ALABAMA, INC.

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

FIRST: The name of the corporation is American Drilling of Alabama, Inc.

SECOND: The period of its duration is perpetual.

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

(a) To engage in drilling operations, including, but not limited to mine drilling, rock quarries, strip mining and water wells and foundations.

(b) The transaction of any and all other lawful business for which such corporations may be incorporated under the Alabama Business Corporations Act as last amended.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 400 shares of common stock at a par value of \$25.00 per share. The total authorized stock is thus \$10,000.00 and all of said stock shall be common and none shall be preferred stock, or stock of a different class. The corporation will begin business with 200 shares of said common stock of the aggregate value of \$5,000.00.

FIFTH: The address of the initial registered office of the corporation is Highway 31, South, Saginaw, Alabama 35137, and the name of the initial registered agent at that address is Charles Edward Poskey.

SIXTH: The number of directors constituting the initial board of directors of the corporation are two, and the names and addresses of the persons who are to serve as directors until the first annual meeting of the stockholders or until their successors are elected and shall qualify are:

NAMEADDRESS

Charles Edward Poskey

302 Mardis Lane  
Montevallo, AL 35115

Susan Elaine Poskey

302 Mardis Lane  
Montevallo, AL 35115

SEVENTH: The names and addresses of the incorporators are:

NAMEADDRESS

Charles Edward Poskey

302 Mardis Lane  
Montevallo, AL 35115

Susan Elaine Poskey

302 Mardis Lane  
Montevallo, AL 35115

EIGHTH: The names and addresses of the officers who shall hold office until their successors have been duly elected and qualified are as follows:

NAMEADDRESSOFFICE

Charles Edward Poskey

302 Mardis Lane  
Montevallo, AL 35115

President

Susan Elaine Poskey

302 Mardis Lane  
Montevallo, AL 35115Secretary/  
Treasurer

NINTH: Each of the subscribers or incorporators respectively agrees that no stock shall be sold or otherwise alienated by any holder thereof until the same shall be first offered in writing at its book value to the corporation for thirty (30) days; such writing to be filed with the Secretary of the corporation and a copy thereof mailed to each known stockholder of the corporation. In the event the corporation does not exercise said option, or it gives notice in writing said thirty (30) days that it does not wish to exercise said option, then said stock shall be offered to the individual stockholders on a pro rata basis for a period of thirty (30) days and any stockholder's share not so purchased,

shall be offered to those stockholders exercising their option on a pro rata basis, it being the intent of this agreement that the corporation shall first have the option of the purchase or transfer of its stock, or any portion thereof. This respective transfer applies to transfer between stockholders, as well as transfer to non-stockholders.

In the event of the death of any stockholder or dissolution of any corporate stockholder, the share owned by said stockholder shall be offered for sale or transfer in compliance with the conditions set out above, and each stockholder binds himself, his heirs and assigns thereto.

A written restriction shall appear upon the certificates of stock of the corporation in compliance with and adherence to the terms and requirements of § 10-2(a)-41, Code of Alabama (1975), as amended.

Attached hereto, marked "Exhibit A" and made a part hereof, is a statement under oath of the person designated by the incorporators to received subscriptions to the capital stock of said corporation showing the amount of capital stock which has been paid in; and "Exhibit B", attached hereto and made a part hereof, is a true and correct copy of the subscription list showing the amount of capital stock subscribed for by each incorporator and in the manner in which the same is distributed and has been paid.

IN WITNESS WHEREOF, we, the said incorporators, have hereunto set our hands and seals on this 14th day of April, 1983.

Charles Edward Poskey (SEAL)  
Charles Edward Poskey

Susan Elaine Poskey (SEAL)  
Susan Elaine Poskey

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EXHIBIT "A"  
VERIFIED STATEMENT RELATIVE TO SUBSCRIPTION  
TO CAPITAL STOCK  
OF  
AMERICAN DRILLING OF ALABAMA, INC.

STATE OF ALABAMA )  
JEFFERSON COUNTY )

Before me, the undersigned authority in and for said county, in said state, personally appeared Charles Edward Poskey, who, being first duly sworn, deposes and says as follows:

That he is the agent or person designated by the incorporators of American Drilling of Alabama, Inc., a proposed corporation, to receive subscriptions to the capital stock of said corporation.

That, as shown by the subscription list, hereto annexed, and marked "Exhibit B", the amount of capital stock paid in is Five thousand no/100 Dollars (\$5,000.00).

That said Five thousand and no/100 Dollars (\$5,000.00) has been paid in cash to affiant as such agent for the said incorporators and none of the capital stock subscribed for has been paid in by contracts in writing calling for the performance of stipulated labor or services nor for the transfer or conveyance of property.

  
Charles Edward Poskey

Sworn to and subscribed before me this 14<sup>th</sup> day of Apr,  
1983.

  
Notary Public

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EXHIBIT "B"  
SUBSCRIPTION LIST TO CAPITAL STOCK  
OF  
AMERICAN DRILLING OF ALABAMA, INC.

STATE OF ALABAMA )

JEFFERSON COUNTY )

We, the undersigned, do hereby subscribe for and agree to take and pay in cash in the amount of stock set opposite our names, said stock to be issued by an Alabama corporation to be styled American Drilling of Alabama, Inc. and with its principal offices to be located at Highway 31, South, Saginaw, Alabama 35137, it being further understood and agreed by us that said stock will be paid for by the undersigned, as the incorporators of said Alabama corporation under the formation of the same.

COMMON STOCK AT \$25.00 PER SHARE.

<u>NAME OF SUBSCRIBER</u>	<u>NUMBER OF SHARES SUBSCRIBED FOR</u>	<u>CONSIDERATION</u>
<u>Charles Edward Poskey</u> Charles Edward Poskey	100	\$2,500.00
<u>Susan Elaine Poskey</u> Susan Elaine Poskey	100	\$2,500.00



# 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 \_\_\_\_\_

American Drilling of Alabama, Inc.

is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of American Drilling of Alabama, 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.

March 14, 1983 - expires 7-13-83  
Date Don Siegelman  
Don Siegelman Secretary of State

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CERTIFICATE

STATE OF ALABAMA

SHELBY COUNTY

WHEREAS, Charles E. Posky and Susan E. Posky did on this the 31<sup>st</sup> day of MARCH, 1983, file in the office of the Judge of Probate of Shelby County, Alabama, their declaration of organization of AMERICAN DRILLING OF ALABAMA, INC., setting forth the objects and purposes of said corporation according to the law in such cases made and provided;

NOW, THEREFORE, in pursuance of the authority in and by law vested, I, Judge of Probate of Shelby County, do hereby certify that AMERICAN DRILLING OF ALABAMA, INC., is duly and legally incorporated, and is fully authorized to transact business under its charter.

Given under my hand and official seal on this the 31<sup>st</sup> day of March 1983.

*Thomas A. Brinkley, Jr.*

Judge of Probate

STATE OF ALA. SHELBY CO.  
I CERTIFY THIS  
INSTRUMENT WAS FILED  
1983 MAR 31 PM 3:28

*Thomas A. Brinkley, Jr.*  
JUDGE OF PROBATE

Rec 25.00  
Jud 1.00  
26.00

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