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ARTICLES OF INCORPORATION
OF
SIMSCO, INC.

For the purpose of forming a corporation under the Alabama Business Corporation Act and any act amending, supplementing or substituting for the same ("Act"), the undersigned do adopt these Articles of Incorporation and upon due execution, acknowledgement, filing and recording hereof as provided by the Act, shall constitute a body corporate.

ARTICLE I.

NAME

1.1 The name of the Corporation shall be: SIMSCO, INC.

ARTICLE II.

DURATION

2.1 The period of duration of the Corporation shall be perpetual.

ARTICLE III.

PURPOSES

3.1 The nature of the business or purposes to be conducted is to engage in any lawful act or activity for which corporations may be organized under the Act.

ARTICLE IV.

CAPITAL STOCK

4.1 The total number of shares of stock which the Corporation shall have authority to issue shall be 1,000 shares of the par value of \$1.00 per share.

4.2 All of the 1,000 shares of authorized capital stock shall be common stock. Each holder of issued and outstanding shares of common stock shall have and possess the right to notice of and to vote at shareholders' meetings and shall be entitled to cast one vote for each such share held of record by him. In any vote (whether by vote at a shareholders' meeting or by written consent) which is taken for the purpose of

RITCHIE AND REDIKER

ATTORNEYS AT LAW
312 NORTH 23RD STREET
BIRMINGHAM, ALABAMA 35203

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electing directors to the Board of Directors of the Corporation, no holder of voting stock of the Corporation shall have or be entitled to cumulative voting rights with respect to his shares, and all shares shall be voted on a non-cumulative basis. Dividends on any stock of the Corporation shall be payable only out of earnings or assets of the Corporation legally available for the payment of such dividends and only as and when declared by the Board of Directors. The shares of outstanding stock shall have such other rights, powers and preferences as shall be provided from time to time by applicable law or pursuant to provisions of or authority granted by these Articles of Incorporation.

ARTICLE V.

REGISTERED OFFICE AND AGENT

5.1 The location and mailing address of the initial registered office of the Corporation and the name of its registered agent at such address is as follows:

T. Morris Hackney
312 North 23rd Street
Birmingham, Alabama 35203

ARTICLE VI.

DIRECTORS

6.1 The number of directors constituting the initial board of directors shall be the same number as the number of persons listed in this paragraph 6.1. The name and addresses of the persons constituting the initial board of directors and who are to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify are as follows:

T. Morris Hackney
312 North 23rd Street
Birmingham, Alabama 35203

R. Conner Warren
2217 Carolina Avenue
Bessemer, Alabama 35020

Hugh G. Weeks
2217 Carolina Avenue
Birmingham, Alabama 35020

Thomas A. Ritchie
312 North 23rd Street
Birmingham, Alabama 35203

ARTICLE VII.

INCORPORATORS

7.1 The name and address of the incorporator is as follows:

Citation Carolina Corp.
312 North 23rd Street
Birmingham, Alabama 35203

We, THE UNDERSIGNED, being the sole incorporator named, for the purpose of forming a corporation pursuant to the above referenced Act, do make this Certificate, hereby declaring and certifying that this is our act and deed and the facts herein are true, and accordingly have hereunto set our hand this 21 day of December, 1983.

WITNESS:

Thomas A. Ritchie

CITATION CAROLINA CORP.

By T. Morris Hackney
T. Morris Hackney
Chairman of the Board

This instrument was prepared by Thomas A. Ritchie whose address is 312 North 23rd Street, Birmingham, Alabama 35203

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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 _____

Simsco, Inc.

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

December 8, 1983 - expires 4-7-84

Date

Don Siegelman

Don Siegelman

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

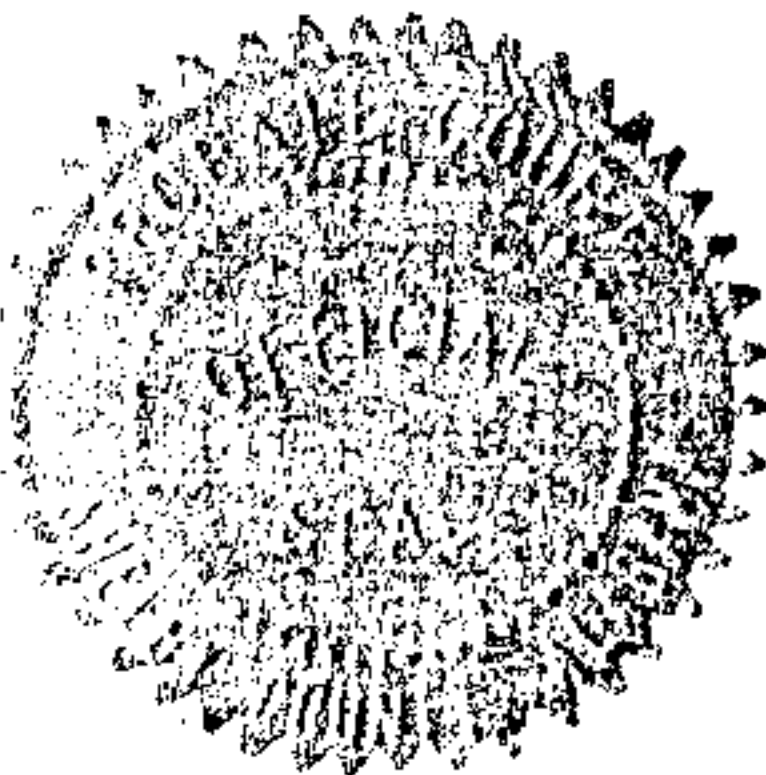
SIMSCO, INC.

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 SIMSCO, INC., duly signed pursuant to the provisions of Section 64 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 SIMSCO, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 21st day of

DECEMBER, 1983



ALABAMA SHELBY CO.
JUDGE OF PROBATE

1983 DEC 21 AM 9:37

Thomas A. Brundage, Jr.

Thomas A. Brundage, Jr.
Judge of Probate

Rec'd 25.00
Ind 1.00
26.00