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ARTICLES OF INCORPORATION

OF

A. P. C. FREIGHT COMPANY, INC.

For the purpose of forming a corporation under The Code of Alabama, 1975, §10-2A-1, et seq., the undersigned have adopted the following Articles of Incorporation for such corporation.

I

The name of the corporation shall be

A. P. C. FREIGHT COMPANY, INC.

(Name must be reserved by Secretary of State and must contain the word "Corporation", "Incorporated" or an abbreviation thereof).

II

The objects and purposes for which the said Corporation is formed and the objects to be carried on and promoted by it are as follows:

a. To engage in hauling freight and other related activities, to purchase, lease or otherwise acquire the necessary goods, wares, merchandise, apparatus, machinery and supplies for the conduct of said business, with all rights and privileges granted under the Code of Alabama, §10-2A-1 et seq.

b. To do any and all things herein set forth as principal, agent, contractor, trustee, or otherwise, alone or in company with others, and to do any and all things necessary or incidental to its protection and benefit and in general to carry on any Lawful business necessary or incidental to the attainment of its purposes, whether such business is similar in nature to the powers hereinabove set forth or otherwise.

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Furner, Boyce & Nave
510 No. 18th St.
Bessemer, Ala. 35020

c. To carry out the purposes hereinabove set forth in any State, Territory, District or Possession of the United States or in any foreign country.

III

The Corporation is to have perpetual existence.

IV

The address of the initial registered office of the Corporation is P. O. Drawer 1, Calera, AL 35040, and the name of its initial registered agent at such address is Wallace Watson. Also U.S. 31/I-65, Shelby Industrial Park, Calera, Alabama 35040

V

The total number of shares of stock which the corporation shall have authority to issue is 10 shares, with par value of 10¢ per share.

VI

The names and post office addresses of the incorporator(s) and the number of shares subscribed for by each are:

<u>NAME</u>	<u>NUMBER OF SHARES</u>
Alabama Plastics Containers, Inc.	10
TOTAL	10 SHARES

VII

The number of directors constituting the initial Board of Directors of the Corporation is one (1) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are: (Only need one)

NAME

Wallace Watson
P. O. Drawer I and U.S. 31/I-65
Calera, AL 35040 Shelby Industrial Park
Calera, Alabama 35040

The names and post office addresses of the officers chosen for the first year are:

NAME

OFFICE

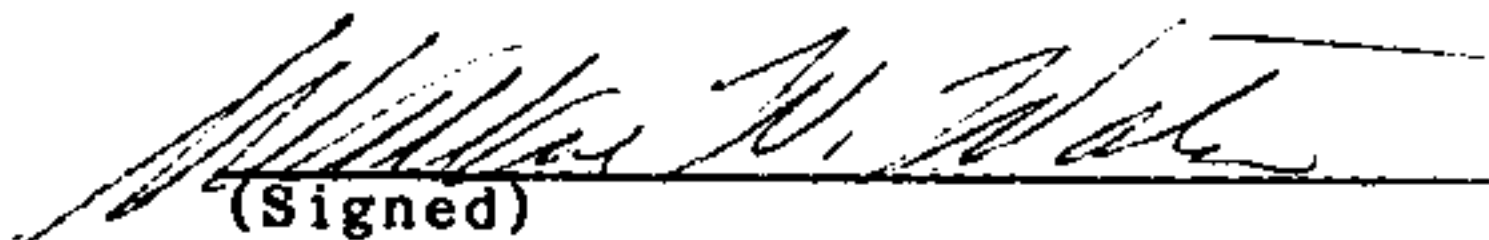
Wallace Watson	President & Secretary
P. O. Drawer I	
Calera, AL 35040	
U.S. 31/ I-65, Shelby Industrial Park	
Calera, Alabama 35040	

VIII

The Corporation shall have the power to make by-laws for regulation and government of the Corporation, its agents, servants and officers and for all other purposes not inconsistent with the Constitution of and the laws of the State of Alabama.

The Officers of the Corporation shall be fixed in the by-laws.

IN WITNESS WHEREOF, the undersigned incorporators(s)
has subscribed his name to this Articles of Incorporation on this
the 1st day of November, 1984.


(Signed)

STATE OF ALABAMA)
SHELBY COUNTY)

On this 1st day of November, 1984, before me personally
came Wallace Watson, to me known and known to me to be the
individuals described in and who signed the foregoing Articles of
Incorporations, and he severally duly acknowledged to me that he
signed the same.


NOTARY PUBLIC

My Commission Expires:

MARCH 28, 1988

PREPARED BY:

FURNER, BOYCE & NAVE
Attorneys at Law
Suite 201
1801 Oxmoor Road
Homewood, AL 35209

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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 _____

A.P.C. Freight Company, Inc.

is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of A.P.C. Freight Company, 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.

October 22, 1984 - expires 2-20-85

Date

Don Siegelman

Don Siegelman

Secretary of State

State of Alabama

SHELBY County

CERTIFICATE OF INCORPORATION

OF

A. P. C. FREIGHT COMPANY, 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 A. P. C. FREIGHT COMPANY, 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 A. P. C. FREIGHT COMPANY, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the FIRST day of NOV., 19 84.

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

1984 NOV -1 AM 10:43 Judge of Probate

Judge of Probate

Fee 35.00
Jud 1.00
36.00

