

ARTICLES OF INCORPORATION

of

PETROLEUM EQUIPMENT MAINTENANCE SERVICE CO., INC.

1. The name of the corporation shall be Petroleum Equipment Maintenance Service Co., Inc., Inc.
2. The period of duration of the corporation is perpetual.
3. The purposes for which the corporation is organized are to repair, maintain, sell, and services metered measuring devices; to install such devices; to rebuild and construct metering devices; to contract for servicing petroleum equipment and equipment for other industries, and to transact any and all lawful business for which corporations may be incorporated under Title 10, Chapter 2A, 1975 Code of Alabama, and other applicable law.
4. The corporation shall have authority to issue 100 shares of one class only, with a par value of \$10.00 per share.
5. The internal affairs of the corporation shall be regulated by the bylaws.
6. The location and mailing address of the corporation's initial registered office, and the name of its initial registered agent at such address are:

Gregory S. Butcke
BX 698, County 42
Calera, AL 35040

7. The number of directors constituting the initial board of directors shall be three, 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 be elected and qualify are:

Gregory S. Butcke
BX 698, County 42
Calera, AL 35040

Richard A. Butcke
640 Davila Drive
Montevallo, AL 35115

Ruth E. Butcke
4124 Harris Avenue
Adamsville, AL 35005

8. The name and address of each incorporator are:

Gregory S. Butcke
BX 698, County 42
Calera, AL 35040

Richard A. Butcke
640 Davila Drive
Montevallo, AL 35115

Ruth E. Butcke
4124 Harris Avenue
Adamsville, AL 35005

✓ Heale Sears

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Gregory S Butcke
Gregory S. Butcke,
Incorporator

Richard A. Butcke
Richard A. Butcke,
Incorporator

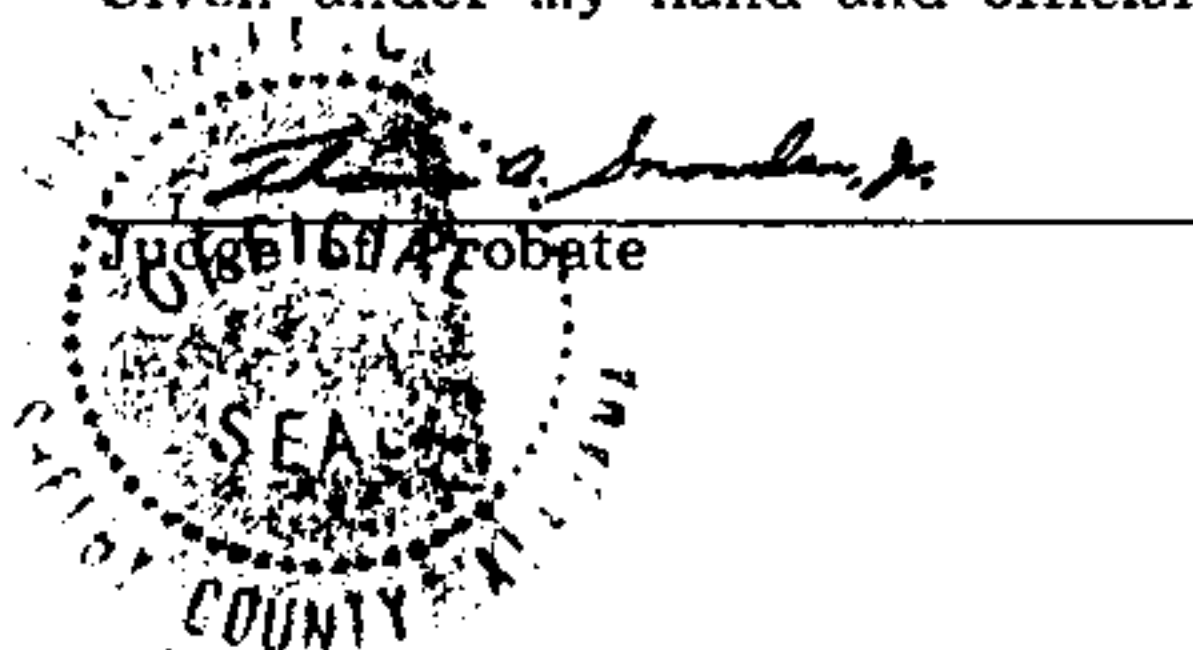
Ruth E. Butcke
Ruth E. Butcke,
Incorporator

CERTIFICATE

Whereas, Gregory S. Butcke, Richard A. Butcke, and Ruth E. Butcke did on this 8th day of February 1985 file in the office of the Judge of Probate of Shelby County Alabama their declaration of organization of Petroleum Equipment Maintenance Service Co., 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 by law vested in me, I, Judge of Probate of Shelby County, do hereby certify that Petroleum Equipment Maintenance Service Co., 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 8th day of February 1985.



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STATE OF ALABAMA
JUDGE OF PROBATE
SHELBY COUNTY

1985 FEB -8 PM 4: 23

Thomas A. Brundage, Jr.
JUDGE OF PROBATE

Recd 35.00
Jud 1.00
36.00