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ARTICLES OF INCORPORATION
OF
PELHAM FLUID POWER, INC.

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

FIRST: The name of the corporation is PELHAM FLUID POWER, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are: To purchase, sell, construct, manufacture, assemble, service and maintain hydraulic and other related equipment, and each and every other activity authorized a corporation by the Code of Alabama.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is five thousand (5,000), at no par value per share. There is only one class of stock.

FIFTH: The address of the initial registered office of the corporation is 1100 Court Place, Pelham, Alabama 35124; the mailing address of the corporation is 1100 Court Place, Pelham, Alabama 325124; the name of its initial registered agent at such address is Danny Eugene Hearn.

Dan Spitler

SIXTH: The number of directors consituting the
intitial Board of Directors of the Corporation is one (1),
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>
Danny Eugene Hearn	3151 Helena Road Helena, Alabama 35080

SEVENTH: The name and address of the incorporators
are:

<u>NAME</u>	<u>ADDRESS</u>
Danny Eugene Hearn	3151 Helena Road Helena, Alabama 35080

DATED: July 3, 1985.

Danny Eugene Hearn
Danny Eugene Hearn
Incorporator

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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 _____

Pelham Fluid Power, Inc.

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

June 25, 1985 - expires 10-24-85

Date

Don Siegelman

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

PELHAM FLUID POWER, 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 PELHAM FLUID POWER, 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 PELHAM FLUID POWER, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 3rd day of JULY, 1985.

Thomas A. Brantley, Jr.

Judge of Probate

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