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ARTICLES OF INCORPORATION

of

✓ CHAR-BECK SERVICES, INC.

ARTICLE ONE

The name of the Corporation is CHAR-BECK SERVICES, INC.

ARTICLE TWO

The registered office and registered agent, respectively, for the Corporation are (1) 4927 Apaloosa Trail, Birmingham, Alabama 35243 (2) Charlene Little.

ARTICLE THREE

The nature of the business and the objects and purposes to be transacted, promoted and carried on by the Corporation are to do any and all things herein mentioned as fully and to the same extent as natural persons might or could do, and in any part of the world, viz.:

(1) To engage in the selling and brokering of heavy equipment and related items.

(2) To own, establish, construct, build, lease, buy or otherwise acquire, sell, exchange, transfer, assign, or otherwise dispose of, maintain, operate, or otherwise manage, separately or together, warehouses, offices, shops, buildings, houses, and other facilities in connection with the operation of the business as above described.

3204 Waymely Dr.
Bham, AL 35243

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(3) To own, design, erect, build, construct, lease, buy or otherwise acquire, sell, charter, exchange, transfer, assign, convey, or otherwise dispose of, equip, maintain, use, operate, or otherwise manage building, garages, warehouses, and all other structures and facilities, including automobiles, trucks, buses, aircraft, and all other kinds of transportation equipment, laboratories, stores, offices, and any and all facilities, equipment and appurtenances incidental, necessary, useful, auxiliary to or convenient for the business and operations conducted, engaged in and carried on by the Corporation.

(4) To purchase, take, own, hold, rent, lease, deal in, mortgage or otherwise pledge, and to lease, sell, exchange, transfer and in any manner whatever dispose of real property, wherever situated.

(5) To manufacture, purchase or otherwise acquire, and to hold, own, mortgage, pledge, sell, transfer, or in any manner dispose of, and to deal and trade in goods, wares, merchandise and personal property of every class and description wherever situated.

(6) To acquire the good will, rights, assets and properties, and to undertake the whole or any part of the liabilities of any person, firm, association or Corporation; to pay for the same in cash, the stock or other securities of the Corporation, or otherwise; to hold, or in any manner dispose of the whole or any part of the property so acquired; to conduct in any lawful manner the whole or any

part of the business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of any such business.

(7) To guarantee, purchase, or otherwise acquire, hold, sell, transfer, assign, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds, notes, debentures or other evidences of indebtedness or securities created by other Corporations and similar entities and, while the holder of such securities, to exercise all the rights and privileges of ownership, including the right to vote thereon to the same extent as a natural person might or could do.

(8) To purchase or otherwise acquire, hold, use, sell, or in any manner dispose of, and to take or grant licenses or other rights therein and in any manner deal with patents, inventions, improvements, processes, trademark, trade names, rights and licenses secured under letters patent, copyrights, or otherwise.

(9) To enter into, make and perform contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association or Corporation, town, city county, state territory, government or governmental subdivision.

(10) To draw, make, accept, endorse, guarantee, discount, execute and issue promissory notes, drafts, bills of exchange, warrant, debentures and other negotiable or transferable instruments.

(11) to issue bonds, debentures, or other obligations, and to secure the same by mortgage, pledge, deed of trust or otherwise.

(12) to sell, purchase, hold and reissue the shares of its own capital stock and other securities issued from time to time by it.

(13) To lend money upon such security as the Board of Directors of the Corporation may deem advisable, or without security.

(14) To enter into any plan or project including any legal arrangement for sharing of profits, for the assistance and welfare of its employees.

(15) To have one or more offices to carry on all of its operations and businesses without restriction or limit as to amount, both within and without this state, other states, districts, territories, possessions or colonies of the United States and in any and all foreign countries, in any lawful manner.

(16) To carry on any other business in connection with the foregoing.

In general, to do any and all things herein set forth and such other things as are incidental or conducive to the attainment of the objects and purposes of this Corporation as retailer, wholesaler, principal, factor, agent, contractor, or otherwise, either alone or in conjunction with any person, firm, association, Corporation or any entity of whatsoever kind, and to do such acts and things

and to exercise any and all such powers to the full extent authorized or permitted to a Corporation under any laws that may be now or hereafter applicable or available to the Corporation; provided, however, that the Corporation shall not engage in the business of insurance, banking, or that of a trust company.

The objects specified herein shall, except where otherwise expressed, be in nowise limited or restricted by reference to or inference from the terms of any other particular clause or paragraph hereof, but the objects, purposes and powers specified in each of the clauses and paragraphs hereof shall be regarded as independent object, purposes and powers, and the enumeration of specific objects, purposes and powers shall not be held or construed to limit or restrict in any manner the general powers now or hereafter conferred on the Corporation by the laws of the State of Alabama, nor shall the expression of one thing be deemed to exclude one or more other things not expressed.

ARTICLE FOUR

The total number of shares of capital stock which the Corporation shall have authority to issue is 1,000 shares of common stock, all of the same class and of the par value of \$1.00 per share, and the amount of total authorized capital of the Corporation shall be \$1,000.00.

To the extent of the authorized capital stock, the Board of Directors may issue stock for such consideration,

not less than the par value thereof, as may be decided from time to time by the Board of Directors.

ARTICLE FIVE

The names and post office addresses and the number of shares subscribed for by each subscriber are as follows:

NAME	ADDRESS	NUMBER OF SHARES
Charlene Little	4927 Appaloosa Trail Birmingham, Al 35243	500
Becky Robinson	Same	500

The names and post office addresses of the directors and incorporators of the Corporation for the first year are as follows:

NAME	ADDRESS	
Charlene Little	4927 Appaloosa Trail Birmingham, Al 35243	Secy-Treas
Becky Robinson	Same	President

ARTICLE SIX

The period for the duration of the Corporation shall be unlimited and perpetual.

The corporate powers shall be exercised by the Board of Directors except as otherwise provided by statute or by this Certificate of Incorporation. In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

(a) To make and alter the bylaws of the Corporation, but bylaws so made by the directors may be altered or repealed by the directors or stockholders.

(b) To fix and determine and to vary the amount or working capital of the Corporation; to determine whether any, and if any, what part of any accumulated profits shall be declared and paid as dividends; to determine the date or dates for the declaration and payment of dividends; to direct and determine the use and disposition of any surplus or net profits over and above the capital stock paid in.

The Corporation may, in its bylaws, confer powers upon its Board of Directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon it by statute.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto subscribed their signatures to this Certificate of Incorporation the 30th day of August, 1985.

Rebecca M. Robinson

Charlene M. Fitts

STATE OF ALABAMA)
COUNTY OF SHELBY)

On August 30, 1985, before me, a Notary Public in the aforesaid State and County, personally appeared Rebecca M. Robinson, who is known to me to be the person named in and who executed the foregoing instrument and who acknowledged that she executed the same freely.



Lisa R. Stafford

Notary Public

MY COMMISSION EXPIRES JULY 11, 1988

STATE OF ALABAMA)
COUNTY OF SHELBY)

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On August 30, 1985, before me, a Notary Public in the aforesaid State and County, personally appeared Charlene M. Little, who is known to me to be the person named in and who executed the foregoing instrument and who acknowledged that she executed the same freely.



Lisa R. Stafford

Notary Public

MY COMMISSION EXPIRES JULY 11, 1988



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 _____
Char-Beck Services, Inc.

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is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of _____ Char-Beck Services, 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 11, 1985- expires 2-9-86

Date _____
Don Siegelman

Don Siegelman Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

CHAR- BECK SERVICES, 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 CHAR- BECK SERVICES, 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 _____ CHAR-BECK SERVICES, INC.

_____ , and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 29th day of OCTOBER, 1985

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

1985 OCT 29 PM 12:01

JUDGE OF PROBATE

Thomas A. Sanderson, Jr.

Judge of Probate



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