

1648

ARTICLES OF INCORPORATION

OF

✓ Gallet & Associates, Inc.

WE, the undersigned, being over the age of 21 years, and acting as incorporators of Gallet & Associates, Inc., a corporation duly formed under the laws of ALABAMA, adopt the following Articles of Incorporation for such corporation:

- I. The name of the corporation is Gallet & Associates, Inc.
- II. The period of duration for the corporation is perpetual.
- III. The purpose or purposes for which the corporation is organized are:
 - A. To provide geotechnical, construction material testing and environmental engineering services.
- IV. The aggregate number of shares which the corporation shall have authority to issue is one thousand (1000) common shares with a par value of one hundred dollars (\$100.00).
- V. The regulation of the corporation shall lie with the Board of Directors who shall direct all internal affairs of the corporation.
- VI. The address of the initial registered office of the corporation is: ✓ 202 SCOTCH DRIVE, BIRMINGHAM, AL 35242, and the name of its initial registered agent at such address is ALAIN J. GALLET.

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VII. The number of directors constituting the initial Board of Directors of the corporation is two, 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 are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Alain J. Gallet	6109 Valley Station Dr. Birmingham, Al 35080
Sandra L. Gallet	Same as above

VIII. The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Alain J. Gallet	6109 Valley Station Dr. Birmingham, Al 35080
Sandra L. Gallet	Same as above

IX. This corporation shall be a close corporation as defined by Sec. 10-2A-301 CODE OF ALABAMA, 1975. As such, each potential shareholder must be unanimously approved by all of the current shareholders before any transfer of shares shall be effective. Said definition of shareholder as defined in Sec. 10-2A-301 will apply when shares are held in joint or common tenancy or by the entirety. In no event shall the number of shareholders exceed thirty (30).

X. The transfer of the shares of the corporation shall be restricted by an agreement adopted by unanimous consent of the shareholders at their first meeting.

IN WITNESS THEREOF, we have affixed our name to this
instrument on this the 23rd day of May, 1989.

Ala S. Gullet
Incorporator

Sandra L. Gullet
Incorporator

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STATE OF ALABAMA

I, FRED C. CRAWFORD, 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 Gallet and Associates, Inc. is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of Gallet and Associates, 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 ~~Jefferson~~. 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.

May 9, 1989 - expires - 9-7-89

Date

Fred C. Crawford

Secretary of State



State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

GALLET AND ASSOCIATES, 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 GALLET AND ASSOCIATES, INC., duly signed pursuant to the provisions 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 GALLET AND ASSOCIATES, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 23rd day of MAY, 19 89

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

Thomas A. Snowden, Jr.
Judge of Probate

89 MAY 23 PM 12:34

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

Rec 35.00
Jud 1.00
36.00