

577
ARTICLES OF INCORPORATION
OF

Tillery & Easterling, Inc.

The undersigned, for the purpose of forming a Corporation under the Alabama Business Corporations Act hereby adopts the following Articles of Incorporation:

1. The name of the Corporation is Tillery & Easterling, Inc.,
2. The term of existence of the Corporation shall be perpetual.
3. The purpose of which the Corporation is organized shall be for the purpose of buying, selling and/or leasing of industrial supplies and equipment, as well as the transaction of any or all lawful businesses for which a Corporation may be incorporated under the Alabama Business Corporation Act.
4. The Corporation shall have authority to issue an aggregate number of shares totalling one hundred (100). Said shares shall consist of one class only, to-wit, common shares, for which the par value of each is ten (\$10.00) dollars.
5. The Board of Directors of the Corporation shall maintain authority to amend these Articles to expand or alter the class of shares, to establish series, and fix and determine the variations in the relative rights and preferences between the series. The Corporation shall file with Internal Revenue Service as an "S Corporation".
6. Shares of the Corporation may be freely transferred, except that a Shareholder desiring to transfer any such shares of the corporate stock shall first offer to the Corporation, or to any other Shareholder of the Corporation, or to any combination of the foregoing, prior opportunity, to be exercised within a reasonable time, to acquire the "restrictive transfer" shares, at the

M. A. Spears

reasonable market value thereof. Each Shareholder of the Corporation shall further have the preemptive right to purchase treasury shares of the Corporation.

7. The location and mailing address of the initial registered office, and the initial registered agent shall be:

Douglas R. Tillery

Junction of Highways 119 and 25

Montevallo, Alabama 35115

8. The number of Directors constituting the initial Board of Directors shall be two (2). 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 or qualify are:

Douglas R. Tillery

Rt. 1, Box 4515

Jemison, AL 35085

James E. Easterling

Rt. 3, Box 2035

Jemison, AL 35085

9. The names and addresses of the Incorporators are:

Douglas R. Tillery

Rt. 1, Box 4515

Jemison, AL 35085

James E. Easterling

Rt. 3, Box 2035

Jemison, AL 35085

I, the undersigned have subscribed my name this 8th day of Jan.,

1990.

Douglas R. Tillery

Douglas R. Tillery

Incorporator

James E. Easterling

James E. Easterling,

Incorporator



OFFICE OF THE SECRETARY OF STATE

State of Alabama

PERRY A. HAND

SECRETARY OF STATE

NAME RESERVATION CERTIFICATE

FOR

Tillery & Easterling, Inc.

I, Perry A. Hand, 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, based upon an examination of the corporation records on file in this office, the corporate name "Tillery & Easterling, Inc." is reserved as available.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Mitchell Spears, P. O. Box 91, Montevallo, AL 35115 for a period of one hundred twenty days beginning December 28, 1989 and expiring April 28, 1990.



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 December 28, 1989.

Perry A. Hand
Perry A. Hand
Secretary of State

State of Alabama

SHELBY County

CERTIFICATE OF INCORPORATION OF

TILLERY & EASTERLING, 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 TILLERY & EASTERLING, 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 TILLERY & EASTERLING, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 10th day of JANUARY, 19 90.

Thomas A. Snowden, Jr.
Judge of Probate

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

90 JAN 10 AM 8:30

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

Rec 35.00
Jud 3.00
38.00