

Do not write above this line. For County and State use.

**Articles of Incorporation
of
GORDON ENVIRONMENTAL LTD., INC.**

Pursuant to the provisions of the Alabama Business Corporation Act, the undersigned hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is

GORDON ENVIRONMENTAL LTD., INC.

Article II

Duration

The duration of the Corporation is perpetual.

Article III

The Corporation has been organized for the following purpose(s):

To provide project design and management for environmental and process equipment and systems; including, but not limited to, the design, purchase, fabrication, operation, and resale of equipment and systems; and contract compliance, procurement, and construction supervision.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objective expressed above; and the transaction of any or all lawful business for which corporations may be incorporated under this chapter.

Inst # 1992-16272

Article IV

Authorized Capital Stock

The number of shares which the corporation shall have the authority to issue is One thousand (1,000), each share to have No-Par Value. The shares may be issued for the consideration expressed in dollars as may be fixed from time to time by the Board of Directors.

Article V

Registered Office/Agent

The location and street address of its initial registered office is--

803 Willow Oak Drive
Birmingham, Alabama 35244-1614.

and the name of its initial registered agent at such address is--

Thomas W. Cate.

Article VI

Board of Directors

The number of Director(s) is Two (2). The Directors names and addresses are--

Patsy S. Cate
803 Willow Oak Drive
Birmingham, Alabama 35244-1614

Thomas W. Cate
803 Willow Oak Drive
Birmingham, Alabama 35244-1614

Article VII

Incorporators

The names and addresses of the incorporators are as follows:

Patsy S. Cate
803 Willow Oak Drive
Birmingham, Alabama 35244-1614

Thomas W. Cate
803 Willow Oak Drive
Birmingham, Alabama 35244-1614

Article VIII

Shareholders Quorum

A majority of the outstanding shares of the Corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of share holders. If less than a majority of the outstanding shares are represented at a meeting, a majority of the shares so represented may adjourn the meeting from time to time without further notice. At such adjourned meeting at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting as originally noticed. The share holders present at a duly organized meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough shareholders to leave less than a quorum.

Article IX

Delegation of Authority

The Board of Directors may vest virtually all its powers to the Executive Committee. The Executive Committee may exercise all authority of the Board of Directors in the management of the Corporation.

IN WITNESS THEREOF, the undersigned incorporators have executed these Articles of Incorporation, on this, the 6th day of August, 1992.

Thomas W. Cate

Patsy S. Cate

THIS DOCUMENT PREPARED BY:

Thomas W. Cate

STATE OF ALABAMA

I, Billy Joe Camp, 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, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

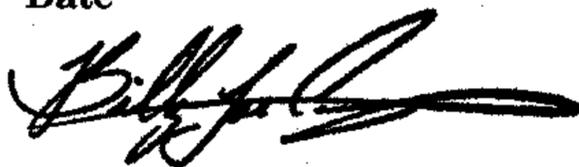
Gordon Environmental Ltd., Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Tom Cate, 803 Willow Oak Drive, Birmingham, AL 35244 for a period of one hundred twenty days beginning July 21, 1992 and expiring November 19, 1992.

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.

July 21, 1992

Date



Billy Joe Camp

Secretary of State



State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

GORDON ENVIRONMENTAL LTD., 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 GORDON ENVIRONMENTAL LTD., 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 GORDON ENVIRONMENTAL LTD., INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 6th day of AUGUST, 19 92.

Thomas A. Snowden, Jr.

Judge of Probate

Inst # 1992-16272

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03:57 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
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