

ARTICLES OF INCORPORATION
OF
SPECTRUM ENVIRONMENTAL, INC.

The undersigned, acting as incorporator of a corporation under the Alabama Business Corporation Act, adopts the following articles of incorporation:

ARTICLE I - Name

The name of the Corporation shall be Spectrum Environmental, Inc.

ARTICLE II - Duration

The duration of the Corporation shall be perpetual.

ARTICLE III - Objects

a) To provide professional environmental consulting services and all other activities related to the foregoing enumerated activities.

b) To do all things necessary, desirable or expedient in the operation, management and conduct of the aforesaid business.

ARTICLE IV - Powers

The Corporation shall possess all the powers necessary to conduct the business and to carry out the objects expressed herein and all of those expressly conferred on corporations by the laws of the State of Alabama, as well as those necessarily implied, together with the following powers:

a) To lend money and take security therefor, or to borrow money and give security therefor, on such terms as to the Board of Directors may deem proper and advisable.

b) To purchase, acquire and own shares of its own capital stock, or the capital stock of any other corporation.

c) To engage in business as natural persons may, not inconsistent with the provisions of law pertaining to corporations in the State of Alabama.

d) To purchase, acquire, hold, improve, sell, convey, assign, exchange, release, mortgage, encumber, lease, hire and deal in real and personal property of every kind and character.

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e) To manufacture or otherwise acquire, own, pledge, sell, assign and transfer or otherwise dispose of merchandise of every class and description, whether or not the same specifically pertains to the classes of business above specified.

f) To acquire bonds or stock of the Corporation or the good will, rights, assets and property, and to undertake assume the whole or any part of the obligations or liabilities of any person, firm or corporation.

g) To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of letters patent in the United State of America or any foreign country, patent rights and privileges, inventions, improvements and processes, copyrights, trademarks and trade names relating to and useful in connection with any business of this Corporation.

h) To acquire by purchase, subscription or otherwise, and to own, hold, sell and dispose of, exchange, deal in and deal with stocks, bonds and debentures, obligations, evidences of indebtedness, promissory notes, mortgages and securities executed by any individual or any corporation, whether public or private, government or municipality or otherwise, and to issue and exchange for all such stocks, bonds, debentures, promissory notes, mortgages or securities the stocks, bonds, debentures, or other evidences of indebtedness of this Corporation and this Corporation shall have the express power to hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, bonds, debentures, promissory notes, mortgages and securities so acquired by it and to exercise all the powers of a stockholder in any corporation in which it may so acquire shares of capital stock.

i) To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government or colony or dependency thereof;

j) To issue bonds, debentures or obligations of this Corporation from time to time, for any of the objects or purposes of the Corporation, and to secure the same by mortgage, pledge or trust or otherwise.

k) To have one or more offices to carry on all or any of its operation or business and, without restriction or limit as to amount, to purchase or otherwise acquire, hold, own mortgage, pledge, sell, assign and transfer and otherwise dispose of, invest, trade, deal in and deal with goods, ware and merchandise and real and personal property

of any class and description and in all the States, Districts, Territories or Colonies of the United States, and in any and all foreign countries subject to laws of each State, District, Territory, Colony or Country.

l) To do all and anything necessary and proper for the accomplishment of the objects herein enumerated or necessary or incidental to the protection and benefit of the Corporation, and in general to carry on any lawful business necessary or incidental to the attainment of the purpose of the Corporation, whether such business is similar in nature to the objects and powers hereinabove set forth or otherwise.

m) The foregoing clauses shall be construed as objects and purposes of the Corporation, in addition to those powers specifically conferred upon the Corporation by law, and it is hereby provided that the foregoing specific enumeration of powers shall not be held to limit or restrict in any manner the powers of the Corporation otherwise granted by law.

ARTICLE V - Capital Stock

The amount of total authorized stock shall be \$1,000.00 divided into 1,000 shares common stock, with a par value of \$1.00 each. The amount for the capital stock with which the Corporation shall begin business shall be \$1,000.00 divided into 1,000 shares of the par value of \$1.00 each.

ARTICLE VI - Registered Office

The address of the initial registered office of the Corporation is:

3225 Cahaba Valley Road, Pelham, AL 35124.

ARTICLE VII - Registered Agent

The name and post office address of the registered agent is:

NAME - Stephen P. Castleman

ADDRESS - 752 Crosscreek Trail, Pelham, AL 35124

ARTICLE VIII - Incorporators

The name and post office address of the incorporators and the number of shares of stock subscribed for by each are as follows:

| | | |
|----------------------|--|-----|
| Stephen P. Castleman | 752 Crosscreek Trail Pelham, AL 35124 | 700 |
| Stephen D. Presley | 808 Shady Oak Lane Montevallo, AL 35115 | 100 |
| Gary D. Davis | 1032 Willow Creek Ct. Alabaster, AL 35007 | 100 |
| Edwin L. Logan | 3225 Cahaba Valley Rd. Pelham, AL 35124 | 100 |

ARTICLE IX - Directors

The number of directors constituting the initial Board of Directors of the Corporation is three, and the names and addresses of those persons are as follows:

| | |
|----------------------|---|
| Stephen P. Castleman | 752 Crosscreek Trail Pelham, AL 35124 |
| Edwin L. Logan | 3225 Cahaba Valley Road Pelham, AL 35124 |
| Amy L. Castleman | 752 Crosscreek Trail Pelham, AL 35124 |

ARTICLE X - Amendment

The Corporation reserves the right to amend, add to, or repeal any provision contained in this certificate of incorporation, in the manner consistent with law and in conformity with the provisions set forth in the by-laws.

ARTICLE XI - Other Provisions

The date on which the stockholders annual meeting shall be held, the number of directors and their terms of office, and the terms of office of the officers, and their powers and duties, shall be fixed by the by-laws of the Corporation. Other officers than those named herein may be created in the by-laws and filled by the Board of Directors. The Corporation shall have the power to make by-laws for the regulation and government of the Corporation, it's agents, servants and officers, and for all other purposes not inconsistent with the Constitution and laws of the State of Alabama.

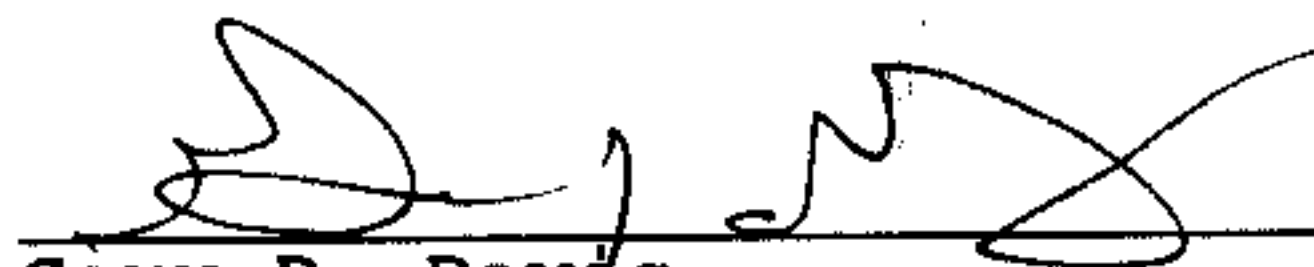
IN WITNESS WHEREOF, the undersigned incorporators have
subscribed their names to these Articles of Incorporation
this the 1st day of FEBRUARY, 1993.



Stephen P. Castleman



Stephen D. Presley



Gary D. Davis



Edwin L. Logan

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Stephen P. Castleman, whose name is signed to the foregoing Articles of Incorporation, and who is known to me, acknowledged before me on this day that, being informed of the contents of the Articles of Incorporation, he executed the same voluntarily on the day the same bears date.

GIVEN under my hand this the 12th day of February, 1993.

Elizabeth A. Brasher
NOTARY PUBLIC

My Commission Expires:

January 6, 1997

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Stephen D. Presley, whose name is signed to the foregoing Articles of Incorporation, and who is known to me, acknowledged before me on this day that, being informed of the contents of the Articles of Incorporation, he executed the same voluntarily on the day the same bears date.

GIVEN under my hand this the 1st day of February, 1993.

Elizabeth A. Brasher
NOTARY PUBLIC

My Commission Expires:

January 6, 1997

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Gary D. Davis, whose name is signed to the foregoing Articles of Incorporation, and who is known to me, acknowledged before me on this day that, being informed of the contents of the Articles of Incorporation, he executed the same voluntarily on the day the same bears date.

GIVEN under my hand this the 1st day of February, 1993.

Elizabeth L. Brazier
NOTARY PUBLIC

My Commission Expires:
January 6, 1997

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Edwin L. Logan, whose name is signed to the foregoing Articles of Incorporation, and who is known to me, acknowledged before me on this day that, being informed of the contents of the Articles of Incorporation, he executed the same voluntarily on the day the same bears date.

GIVEN under my hand this the 1st day of February, 1993.

Elizabeth L. Brazier
NOTARY PUBLIC

My Commission Expires:
January 6, 1997

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:

Spectrum Environmental, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Steve Castleman, 3225 Cahaba Valley Road, Pelham, AL 35124 for a period of one hundred twenty days beginning January 27, 1993 and expiring May 28, 1993.



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.

January 27, 1993

Date

A handwritten signature in dark ink, appearing to read 'Billy Joe Camp', is written over a horizontal line.

Billy Joe Camp

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION
OF

SPECTRUM ENVIRONMENTAL, 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 _____ SPECTRUM ENVIRONMENTAL, 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 _____ SPECTRUM ENVIRONMENTAL, 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
FEBRUARY _____, 19 93 _____.



Thomas A. Snowden, Jr.
Judge of Probate

Inst # 1993-03268

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04:13 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
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