

THIS INSTRUMENT PREPARED BY:

W. Clark Watson
/ Tingle, Watson & Bates, P.C.
900 Park Place Tower
2001 Park Place North
Birmingham, Alabama 35203

Inst # 1995-36470

STATE OF ALABAMA)

SHELBY COUNTY)

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF AMERICAN CONNECTOR ENGINEERING, INC.**

Pursuant to the provisions of Section 10-2B-10.06 Code of Alabama (1975), the undersigned corporation, American Connector Engineering, Inc. (the "Corporation"), adopts the following articles of amendment to its articles of incorporation:

FIRST: The following amendment to the Articles of Incorporation was adopted by the shareholders of the Corporation on Nov. 14, 1995, in the manner prescribed by the Alabama Business Corporation Act:

The First section of the Articles of Incorporation shall be deleted in its entirety and the following shall be submitted in lieu thereof:

"FIRST: The name of the corporation shall be Reed Industries, Inc."

SECOND: The number of shares of voting stock of the Corporation outstanding at the time of the adoption was 180,000; the number of shares entitled to vote thereon was 180,000.

THIRD: The number of shares of voting stock of the Corporation voting for such amendment was 180,000; the number of shares of voting stock of the Corporation voting against such amendment was zero (0).

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1 12/20/1995-36470
11:15 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
004 MCD 35.00

AMERICAN CONNECTOR
ENGINEERING, INC.

Dated: 12/15, 1995

By: Karl F. Reed, II
Karl F. Reed, II
Its President

Dated: 12-15, 1995

By: Margaret W. Reed
Margaret W. Reed
Its Secretary

STATE OF ALABAMA)

COUNTY OF Shelby)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Karl F. Reed whose name as President of American Connector Engineering, Inc., a corporation, is signed to the foregoing and who is known to me, acknowledged before me on this day that, being informed of the contents, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand this the 15th day of December, 1995.

Jon Ellen Thiel
Notary Public

[SEAL]

My commission expires: Nov. 15, 1996

STATE OF ALABAMA)

COUNTY OF Shelby)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Margaret W. Reed whose name as Secretary of American Connector Engineering, Inc., a corporation, is signed to the foregoing and who is known to me, acknowledged before me on this day that, being informed of the contents, she, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand this the 15th day of December, 1995.

Jon Ellen Nix
Notary Public

[SEAL]

My commission expires: Nov. 15, 1996

STATE OF ALABAMA

I, Jim Bennett, 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 10-2B-4.02, 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:

Reed Industries, Inc.

This domestic corporation name is proposed to be incorporated in Jefferson County and is for the exclusive use of Clark Watson, 2001 Park Place No Ste 900, Birmingham, AL 35203 for a period of one hundred twenty days beginning November 16, 1995 and expiring March 16, 1996.



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.

November 16, 1995

Date

Jim Bennett

Jim Bennett

Secretary of State

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11:15 AM CERTIFIED
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