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Inst # 1999-15946

**ARTICLES OF RESTATEMENT TO THE  
ARTICLES OF INCORPORATION OF  
TURNIPSEED INTERNATIONAL, INC.**

TO THE HONORABLE JUDGE OF PROBATE  
OF SHELBY COUNTY, ALABAMA:

The undersigned corporation, for the purpose of amending and restating its articles of incorporation pursuant to the provisions of Ala. Code §§ 10-2B-10.06, - 10.07 (1975), as amended, does hereby certify as follows:

1. NAME. The name of the corporation is:

TURNIPSEED INTERNATIONAL, INC.

2. AMENDMENT AND RESTATEMENT. The following amendments to and restatement of the articles of incorporation of the corporation, as originally filed with the Judge of Probate of Shelby County, Alabama on June 20, 1994, and as amended by articles of amendment filed with the Judge of Probate of Shelby County, Alabama on June 24, 1998 (collectively, the "Articles of Incorporation") have been adopted:

The complete text of the Articles of Incorporation is deleted in its entirety and the following language is substituted in lieu thereof:

See Exhibit "A" attached hereto and incorporated herein by reference.

3. DATE OF ADOPTION. The amendments to and restatement of the Articles of Incorporation were adopted and approved by the sole shareholder of the corporation on April 14, 1999.

4. SHAREHOLDER APPROVAL. On the date of adoption and approval of the amendments to and restatement of the Articles of Incorporation, one hundred (100) shares of the corporation's no par common stock were issued, outstanding and entitled to vote thereon. Action by written consent was taken whereby all of such shares were voted in favor of the amendments to and restatement of the Articles of Incorporation, and such vote was sufficient for its approval.

5. DELAYED EFFECTIVE DATE. These Articles of Restatement shall be effective at 12:00 a.m., C.S.T., on April 15, 1999.

IN WITNESS WHEREOF, the undersigned corporation, by its duly authorized officer, has signed these Articles of Restatement on this 14 day of April, 1999.

TURNIPSEED INTERNATIONAL, INC.

By: 

James L. Turnipseed, Jr.

President

**EXHIBIT "A"**

**ARTICLES OF INCORPORATION  
OF  
TURNIPSEED INTERNATIONAL, INC.**

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1. **NAME.** The name of the Corporation is:

TURNIPSEED INTERNATIONAL, INC.

2. **PURPOSES.** The purposes for which the Corporation is organized are:

(a) To engage in the business of fabricating, constructing, erecting and renovating, restaurants, houses, churches, schools, office buildings, manufacturing facilities, warehouses, mercantile, public buildings and all other structures of whatever nature, and to make estimates on and submit bids for the construction of the same, and to do any and all things necessary or appropriate to the construction business, including, without limitation, buying, selling and trading building materials incidental thereto.

(b) To purchase, acquire, own, hold, improve, develop, operate, manage, sell, convey, assign, transfer, exchange, release, dispose of, mortgage, encumber, pledge, create security interests in, lease, hire, deal in, and loan or borrow money upon, alone or in conjunction with others, real and personal property, tangible and intangible, of every kind, character and description, or any interest therein.

(c) To apply for, purchase, or acquire by assignment, transfer or otherwise, and hold, mortgage or otherwise pledge, and to sell, exchange, transfer, deal in and with any license, power, authority, concession, right or privilege which any corporation may make or grant.

(d) To manufacture, purchase or otherwise acquire, and to hold, own, mortgage, pledge, sell, assign and transfer, exchange or otherwise dispose of, and invest, trade and deal in and with goods, wares and merchandise and personal property of every class and description, wherever situated, whether or not the same specifically pertain to the classes of business specified in this Section 2; and to own and operate mines, plants, factories, mills, warehouses, yards, merchandise stores, commissaries and all other installations or establishments of whatever character or description, together with the equipment, rolling stock and other facilities used or useful in connection with or incidental thereto.

(e) To engage in the business of exploiting natural resources, to search, prospect and explore for useful or valuable substances, to acquire and extract such substances, to sell and dispose of such substances, and to refine such substances and manufacture and sell and dispose of products and by-products derived therefrom.

(f) To purchase or otherwise acquire, hold, use, sell, assign, lease, mortgage or in any manner dispose of, and to take, exchange and grant licenses, or other rights therein, in respect of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements, processes, formulae, methods, copyrights, trademarks and trade names, know how, and trade secrets, relating to or useful in connection with any business, objects or purposes of the Corporation.

(g) To acquire, by purchase, subscription or otherwise, and to own, hold, sell and dispose of, exchange and deal in and with stocks, bonds, debentures, obligations, evidences of indebtedness, promissory notes, mortgages and securities executed by any individual or by any corporation in Alabama or any other state or foreign countries, whether public or private, government or municipality or otherwise, and to issue and exchange for all such stocks, bonds, debentures, obligations, evidences of indebtedness, promissory notes, mortgages or securities, the stock, bonds, debentures or other evidences of indebtedness of the Corporation, and the Corporation shall have express power to hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stocks, bonds, debentures, promissory notes, mortgages and securities so acquired by it and while the owner thereof, to exercise all the rights, privileges and powers of ownership, including the right to vote thereon, to the same extent as a natural person may do, subject to the limitations, if any, on such rights now or hereafter provided by the laws of Alabama.

(h) To endorse, lend its credit to, or otherwise guarantee, or become a surety with respect to, or obligate itself for, or pledge or mortgage all or any part of its properties to secure the payment of the principal and interest, or either, on any bonds, debentures, notes scrip, coupons, or other obligations or evidences of indebtedness, or the performance of any contract, lease, mortgage, or obligations, of any subsidiary, affiliated or related corporation or any other corporation or association, domestic or foreign, or of any person, firm, partnership or joint venture.

(i) To enter into, make and perform contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association, partnership, limited partnership, limited liability company, corporation, municipality, county, state, territory, government, governmental subdivision, or body politic.

(j) To acquire by purchase, exchange, merger, or otherwise, the goodwill, rights, assets and properties, and to undertake the whole or any part of the liabilities of any person, firm, partnership, limited partnership, limited liability company, association or corporation; to pay for the same in cash, the stock or other securities of the Corporation, or otherwise; to hold, or in any manner dispose of, the whole or part of the property so acquired; to conduct in any lawful manner the whole



or any part of the business so acquired and to exercise all the power necessary or convenient in and about the conduct and management of any such business.

(k) To borrow and lend money, without security, or upon the giving or receipt of such security as the Board of Directors of the Corporation may deem advisable by way of mortgage, pledge, transfer, assignment, or otherwise, of real and personal property of every nature and description, or by way of guaranty, or otherwise, and to enter into revolving credit agreements or other loan agreements of any kind with banks or other financial or institutional investors.

(l) To draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, debentures and other negotiable or transferable instruments.

(m) To issue bonds, debentures or other securities or obligations and to secure the same by mortgage, pledge, deed of trust, or otherwise.

(n) To act as agent, jobber, broker or attorney-in-fact in buying, selling and dealing in real and personal property of every nature and description and leases respecting the same and estates and interests therein and mortgages and securities thereon, in making and obtaining loans, whether secured by such property or not, and in supervising, managing and protecting such property and loans and all interests in and claims affecting the same.

(o) To purchase, take, receive, redeem, exchange, or otherwise acquire, hold, own, pledge, transfer or otherwise dispose of the Corporation's own shares of common or other stock, whether or not redeemable (so far as may be permitted by law), and its bonds, debentures, notes, scrip or other securities or evidences of indebtedness, and to hold, sell, transfer or reissue the same.

(p) To enter in to any plan or project for the assistance and welfare of its employees, to lend money and use its credit to assist its employees, and to pay pensions and establish pension plans, pension trusts, profit sharing plans, stock bonus plans, stock option plans, employee stock ownership plans and other pension or welfare plans for any or all of the Corporation's directors, officers and employees.

(q) To enter into any lawful arrangements for sharing of profits, union of interest, reciprocal concession, or cooperation, as partner (general or limited), joint venturer, member, or otherwise, with any person, partnership, limited partnership, limited liability company, corporation, association, combination, organization, entity or other body whatsoever, domestic or foreign, carrying on or proposing to carry on any business which the Corporation is authorized to carry on, or any business or transaction deemed necessary, convenient or incidental to the carrying out of any of the purposes of the Corporation.

(r) To have one or more offices to carry on all of the Corporation's operations and business without restriction or limit as to amount, in any of the states, districts, territories or

possessions of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, possession or country.

(s) To carry on any other business in connection with the foregoing, to transact any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act, and to have and exercise all powers necessary or convenient to effect the purposes of the Corporation.

(t) To do any and all of the things herein set out and such other things as are incidental or conducive to the attainment of the objects and purposes of the Corporation, to the same extent as natural persons might or could do and in any part of the world, as principal, factor, agent, contractor, or otherwise, either alone or in conjunction with any person, firm, association, partnership, limited partnership, limited liability company, corporation or any entity of whatsoever kind, and to do any and all such acts and things and to have and exercise any and all such powers to the full extent authorized or permitted to a corporation under any laws that may now or hereafter be applicable or available to this Corporation.

The foregoing clauses, and each phrase thereof, shall be construed, in their broadest sense, as purposes and powers of the Corporation in addition to those powers specifically conferred upon the Corporation by law, and it is hereby expressly provided that the foregoing specific enumeration of purposes and powers shall not be held to limit or restrict in any manner the powers of the Corporation otherwise granted by law. Nothing herein contained, however, shall be construed as authorizing this Corporation to carry on the business of banking or that of a trust company, or the business of insurance.

3. AUTHORIZED CAPITAL STOCK. The aggregate number of shares which the Corporation shall have authority to issue is five hundred thousand (500,000) shares of common stock, One Cent (\$0.01) par value. The Corporation's \$0.01 par common stock shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution.

4. INITIAL REGISTERED OFFICE AND AGENT. The location and street address of the initial registered office of the Corporation, and the name of its initial registered agent at such address is as follows:

Name

Address

James L. Turnipseed

2770 Pump House Road  
Birmingham, Alabama 35243

5. DIRECTORS. The number of directors constituting the initial Board of Directors shall be one (1). Thereafter, the number of directors shall be fixed in the manner provided in the bylaws, and may be increased or decreased from time to time by amendment to, or in the manner provided in, the bylaws, but no decrease shall have the effect of shortening the term of any incumbent director. The name and address of the person who is to serve as the initial director until the first annual meeting of the shareholders and until his successor shall be elected and qualified is as follows:

Name

Address

James L. Turnipseed

2770 Pump House Road  
Birmingham, Alabama 35243

6. INCORPORATOR. The name and address of the incorporator is as follows:

Name

Address

James L. Turnipseed

2770 Pump House Road  
Birmingham, Alabama 35243

7. NO PREEMPTIVE RIGHTS. The shareholders of the corporation shall have no preemptive rights to acquire proportional amounts of the corporation's unissued shares (including any securities convertible into or carrying a right to subscribe for or acquire shares) upon the decision of the corporation's board of directors to issue the same.

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