

**ARTICLES OF INCORPORATION
OF
Key Plumbing & Heating Company, Inc.**

**TO THE HONORABLE JUDGE OF PROBATE IN AND FOR
SHELBY COUNTY, ALABAMA**

1. The name of the corporation is Key Plumbing & Heating Company, Inc.
2. The period of duration is perpetual.
3. The purpose or purposes for which the corporation is organized are the transaction of any and all lawful business for which the corporation may be incorporated under the Alabama Business Corporation Act.
4. The aggregate number of shares of capital stock which the corporation shall have authority to issue is 1,000 shares of common stock.
5. The location and mailing address of the initial registered office of the corporation is Key Plumbing & Heating Company, Inc. , and the name of its initial registered agent at such address is Horace L. Key, P. O. Box 1046 Pelham, AL 35124.
6. The number of directors constituting the initial board of directors of the corporation is one and the name and address of the person who is to serve as the director until the first annual meeting of the shareholders until the successors are elected and shall qualify are as follows:

/ Horace L. Key, P. O. Box 1046 Pelham, AL 35124.

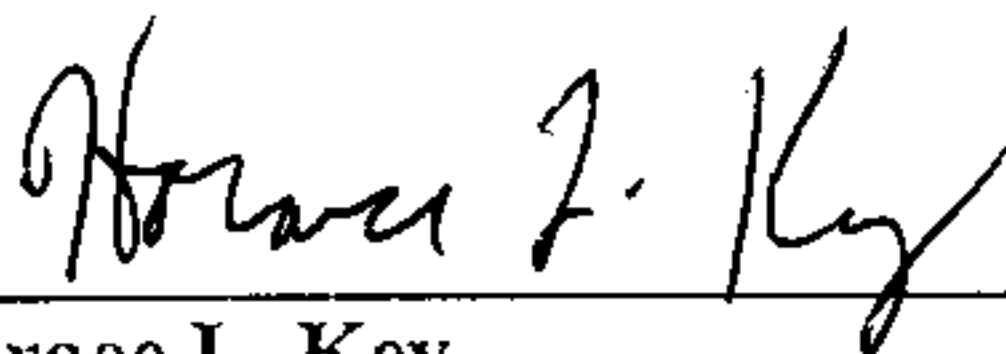
7. The name and address of the incorporator of the corporation is Horace L. Key. His address is P. O. Box 1046 Pelham, AL 35124.
8. Each shareholder shall have a preemptive right to purchase shares of any Class of capital stock of the corporation, including treasury shares.
9. The corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge and transfer or otherwise dispose of its own shares. Purchases by the corporation of its own shares, whether direct or indirect, may be made to the extent of unreserved and unrestricted earned surplus and capital surplus of the corporation available therefore.

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09:22 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
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10. The corporation shall have and may exercise any and all powers which a corporation incorporated under the Alabama Business Corporation Act pursuant to Title 28-3-1(7) (a&b) and 20-x-5-.03(2).

The undersigned, acting as incorporators of the corporation named herein in accordance with the Alabama Business Corporation Act, execute these Articles of Incorporation this the _____ day of _____, 2002.



Horace L. Key

Signed and sworn before me this 27th day of MARCH, 2002.

Notary Public, Alabama, State at Large
My Commission Expires July 30, 2003

Notary Public: _____

My Commission Expires: September 1, 2003

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:

Key Plumbing & Heating Company, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Doug Parker, 908 Hitching Post Lane, Birmingham, AL 35210 for a period of one hundred twenty days beginning March 8, 2002 and expiring July 7, 2002.



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.

March 8, 2002

Date

Jim Bennett

A handwritten signature in cursive script that reads 'Jim Bennett'.

Secretary of State