

PREPARED BY:

Joseph A. Fawal, Esquire

FAWAL & SPINA

1330 21st Way South, Suite 200

Birmingham, Alabama 35205

Telephone: (205) 939-1330

Facsimile: (205) 933-0101

STATE OF ALABAMA)

SHELBY COUNTY)

**ARTICLES OF INCORPORATION
OF
ROPER INDUSTRIAL CONSTRUCTION, INC.**

The undersigned, acting as incorporator of a corporation under the Alabama Business Corporation Act, §10-2B-2.01 and §10-2B-2.02 Code of Alabama, adopts the following Articles of Incorporation:

1. The name of the Corporation is: **ROPER INDUSTRIAL CONSTRUCTION, INC.**

2. The period of its 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 corporations may be incorporated under the Alabama Business Corporation Act, including, but without limitation, the operation of an industrial construction company and other related business.

4. (a) The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares of common stock, par value of One (\$1.00) Dollar per share.

(b) All issued and outstanding shares shall have the same preferences and relative rights, including, without limitation, (i) unlimited voting rights for all purposes at the rate of one (1) one vote per share; and (ii) the right to receive the net assets of the corporation upon dissolution.

5. The location and mailing address of the initial registered office of the corporation is **180 Commerce Drive, Pelham, Alabama 35124** and the name of its initial registered

agent at such address is **JACK W. ROPER, JR..**

6. The number of directors constituting the initial Board of Directors of the corporation is one (1) and the name and address of the person who is to serve as director until the first annual meeting of the shareholder or until his successor is elected and qualified is as follows:

NAME:

ADDRESS:

JACK W. ROPER, JR.

**3009 Sweeny Hollow Place
Birmingham, Alabama 35215**

7. The name and address of the incorporator of the corporation is as follows:

NAME:

ADDRESS:

JACK W. ROPER, JR.

**3009 Sweeny Hollow Place
Birmingham, Alabama 35215**

8. No shareholder of the corporation shall be entitled as a matter of right to subscribe for, purchase, receive or acquire as a preemptive right any shares of stock, or other securities convertible into stock, of the corporation which it may issue, or sell, whether out of the number of shares thereof now or hereafter authorized or out of shares now or held in its' treasury, but all such additional shares of stock or other securities may be issued or disposed of by the Board of Directors to such persons and upon such terms as in its' absolute discretion it may deem advisable.

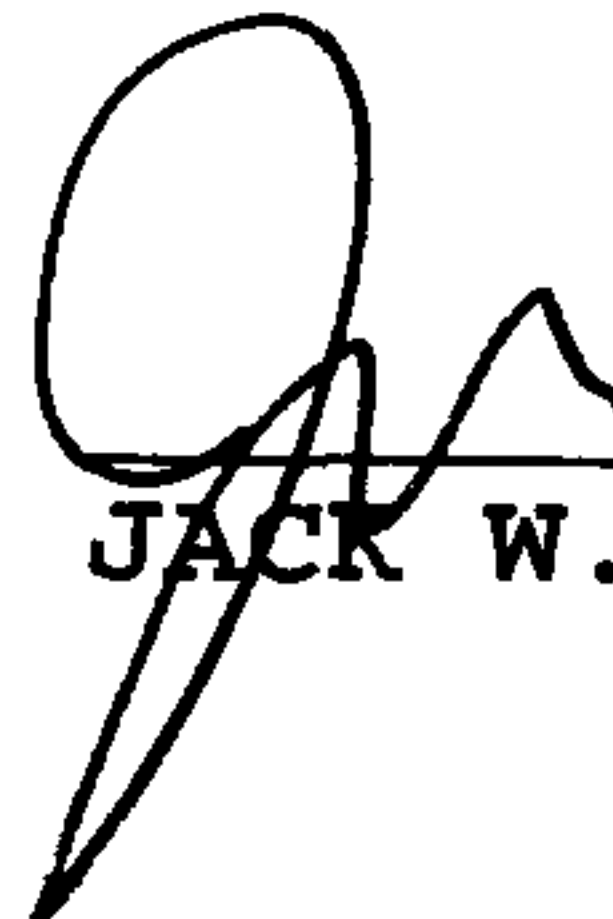
9. The corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge and transfer or otherwise dispose of its own shares.

10. A Director of the corporation shall have no liability to the corporation or its' shareholders for money damages for any action taken, or any failure to take any action, as a director except liability for (a) the amount of financial benefit received by the Director to which he is not entitled; (b) an intentional infliction of harm on the corporation or shareholders; (c) a violation of §10-2B-8.33 of the Alabama Business Corporation Act;

(d) an intentional violation of criminal law; or (e) a breach of the director's duty of loyalty to the corporation or its' shareholders.

The undersigned, acting as the incorporator of the corporation named herein in accordance with the Alabama Business Corporation Act, hereby executes these Articles of Incorporation, this 17 day of February 2004, 2004.

INCORPORATOR:



JACK W. ROPER, JR.

Nancy L. Worley
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Nancy L. Worley, 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:

Roper Industrial Construction, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Joseph A Fawal, 1330 21st Way South Ste 200, Birmingham, AL 35205 for a period of one hundred twenty days beginning February 12, 2004 and expiring June 12, 2004.



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.

February 12, 2004

Date

A handwritten signature in cursive script, reading 'Nancy L. Worley', written over a horizontal line.

Nancy L. Worley

Secretary of State