

ARTICLES OF INCORPORATION
OF
LISCO SALES & SERVICE, INC.
An Alabama Corporation

TO THE HONORABLE JUDGE OF PROBATE FOR SHELBY COUNTY:

I, the undersigned, LISA MORRIS, acting as sole incorporator and desiring to organize a corporation for the purposes hereinafter stated, under the laws of the State of Alabama, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE – CORPORATE NAME

The name of the corporation is to be **LISCO SALES & SERVICE, INC.**, and the corporation shall be authorized to trade in said name, or to use any other trade name not now being used by any other person, firm or entity.

ARTICLE TWO – DURATION

The duration and term of existence of the corporation is to be perpetual.

ARTICLE THREE – PURPOSE

The objects and purposes for which the corporation is formed and organized are as follows:

- (a) To buy, sell, and deal in, at wholesale and retail, and to export and import new and used industrial supplies and/or equipment of any and every kind, make, and description; and
- (b) To hire and employ agents, servants, and employees; to enter into agreements of employment and collective bargaining agreements; and to act as agent contractor, trustee, factor, and/or otherwise, either alone or in company with others, and contract out

for hire for money said agents, employees, and/or servants to other individuals and/or entities; and

(b) To prepare and deal in or with any materials, articles, or things incidental to, or required for, or useful in connection with, any of such activities; and

(c) To apply for, purchase, or acquire by assignment, transfer or otherwise, and hold, mortgage or otherwise pledge, and sell, exchange, transfer, deal in, and in any manner dispose of, real property of any kind, class, interest, or type, wheresoever situated, and to exercise, carry out and enjoy any license, power, authority, concession, right or privilege which any may make or grant; and

(d) To manufacture, purchase, or otherwise acquire, and to hold, own, mortgage, pledge, sell, transfer, or in any manner dispose of, and to deal and trade in goods, wares, merchandise and personal property of every class and description, wheresoever situated; and

(e) 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; and

(f) To subscribe for, acquire, hold, sell, assign, transfer, mortgage, pledge, or in any manner dispose of shares of stock, bonds or other evidences of indebtedness or securities issued or created by any other corporation of Alabama, or any other state or any foreign country and, while the owner thereon, 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; and

(g) 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, corporation, municipality, county, state, territory, government, governmental subdivision, or body politic; and

(h) 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 mortgages, pledge, transfer, assignment, or otherwise, of real and personal property of every nature and description, or by way of guaranty, or otherwise; and

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

(j) 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 and all interest in and claims affecting the same; and

(k) To purchase, take, receive, redeem or otherwise acquire, hold, own, pledge, transfer or otherwise dispose of its own shares of stock, and its bond, debentures, notes, scrip, or other securities or evidences or indebtedness, and to hold, share, transfer and re-issue and thereof; and

(l) To enter into any legal arrangements for sharing of profits, union of interest, reciprocal concessions, or cooperation, as partnership, joint venture, or otherwise, with any person, partnership, corporation, association, combination, organization, entity or other body whatsoever, domestic or foreign, carrying on or proposing to carry on, or any business which this corporation is authorized to carry on, or any business transaction deemed necessary, convenient or incidental to carrying out of any of the objects and purposes of this corporation; and

(m) To have one or more offices to carry on all its operations and business without restriction or limit as to amount, in any state, districts, territories or possessions or colonies of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, possession, colony or country; and

(n) To generally carry on any other business which can be advantageously pursued in conjunction with or incidental to any of the above purposes; to engage in any lawful business or activities related to the stated purpose; and to do any of the things herein set out and such other things as are incidental or conducive to the attainment of the objects and purposes of this corporation, to the same extent as natural persons might could or could do in any part of the world, as principal, factor, agent, contractor, or otherwise, either alone or in conjunction with any person, firm, association, corporation or any entity of whatsoever kind, and to do any and all such acts and things and to exercise any and all such powers to the full extent authorized or permitted to a corporation under any laws that may be now or hereafter applicable or available to this corporation for which corporations may be organized under the Alabama Business Corporation Act.

The foregoing clauses, and each phrase thereof, shall be construed as objects and purpose of this corporation, as well as powers and provisions for the regulation of business and the conduct of the affairs of the corporation, the directors, and stockholders thereof, all 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 the trust company, or the business of insurance in any of its branches..

ARTICLE FOUR – REGISTERED OFFICE

The location and mailing address of the initial registered office of the corporation is: 61 Taylor Farm Road, Wilsonville, Alabama 35186.

ARTICLE FIVE – REGISTER AGENT

The name and address of the initial registered agent is:

<u>Name</u>	<u>Address</u>
LISA MORRIS	61 Taylor Farm Road Wilsonville, Alabama 35186

ARTICLE SIX – CAPITAL STOCK

A. The aggregate number of shares which the corporation shall have authority to issue is Five Hundred (500) shares, of common voting stock, all of which shall be common shares with a par value of \$1.00 per share.

B. The amount of paid in capital stock with which the corporation shall begin business is Five Hundred (\$500.00) Dollars, divided into One Thousand (500) shares

having a par value of \$1.00 per share, all of which has been paid in by cash or transfer of property.

C. There shall be no more than Seventy-Five (75) shareholders, and stock shall only be issued and transferable to natural persons who are not nonresident aliens.

ARTICLE SEVEN – INCORPORATOR

The name and address of each incorporator is as follows:

<u>Name</u>	<u>Address</u>	<u>Number of Shares</u>
LISA MORRIS	61 Taylor Farm Road Wilsonville, Alabama 35186	500

ARTICLE EIGHT – DIRECTOR(S)

The number of directors constituting the initial Board of Director(s) shall be the same number of persons listed in this Article. The name and address of each person constituting the initial Board of Director(s) and who are to serve as director(s) for the first year, or until their successor(s) are elected and qualify are as follows:

<u>Name</u>	<u>Address</u>
LISA MORRIS – Chairman	61 Taylor Farm Road Wilsonville, Alabama 35186

ARTICLE NINE – OFFICER(S)

The name and address of the officer(s) chosen for the first year and until their successor(s) are elected and qualified are as follows:

<u>Name of Officers</u>	<u>Address</u>	<u>Office</u>
LISA MORRIS	61 Taylor Farm Road Wilsonville, Alabama 35186	President/Secretary/Treasurer

ARTICLE TEN – OTHER PROVISIONS

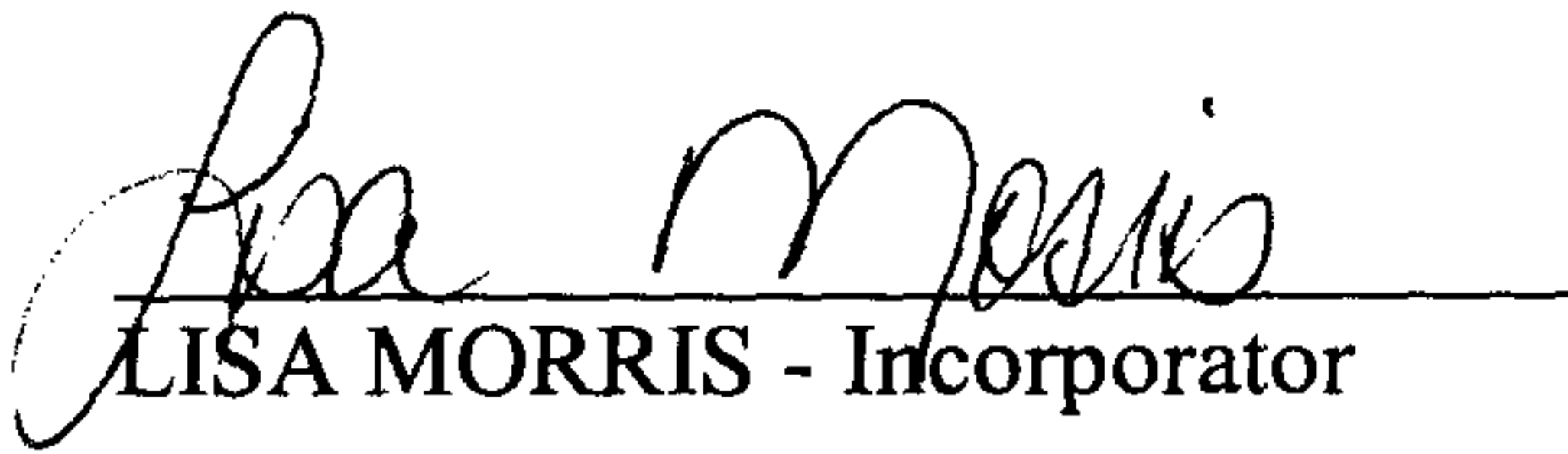
A. This corporation may from time to time issue its shares of stock for such consideration (but not less than par) as may be fixed from time to time by the board of directors and may receive payment thereof, in whole or in part, in cash, labor done, personal property (tangible and intangible) or real property. In the absence of actual fraud in the transaction, the judgment of the board of directors as to the value of such labor, personal property, or real property shall be conclusive. Any and all shares so issued for which the consideration so fixed shall have been paid or delivered shall be deemed fully paid stock and shall not be liable to any further call or assessment thereon and the holders of such shares shall not be liable for any further payment in respect thereof.

B. If at any time the corporation is engaged in the business of exploiting natural resources, dividends may be declared and paid in cash out of depletion reserves, but each such dividends may be declared and paid in cash out of depletion reserves, but each such dividend shall be identified as a distribution of such reserves and the amount per share paid from such reserves shall be disclosed to the shareholders receiving the same concurrently with the distributions thereof.

C. The corporation reserves the right to alter, amend, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter provided by law.

IN WITNESS WHEREOF, the undersigned, acting as incorporator of the corporation named herein in accordance with the Alabama Business Corporation Act,

execute these Articles of Incorporation this the 10 day of March,
2004.


LISA MORRIS - Incorporator

This instrument was prepared by CROWSON & MORRISON, Attorneys at Law, whose
address 101 North Main Street, Post Office Box 278, Columbiana, Alabama 35051.

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:

LISCO SALES & SERVICE, INC.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Daniel A Crowson, PO Box 278, Columbiana, AL 35051 for a period of one hundred twenty days beginning March 4, 2004 and expiring July 3, 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.

March 4, 2004

Date

Nancy L. Worley

Secretary of State