

(Do not write above this line. For County and State use.)

**ARTICLES OF ORGANIZATION  
OF  
CALERA INDUSTRIAL SUPPLY, L.L.C.**

Pursuant to the Provisions of Sections 10-21-1, et *seq.* of the Code of Alabama (1975), the undersigned hereby adopt the following Limited Liability Company Articles of Organization.

**ARTICLE I**

**NAME**

The name of the limited liability company is **CALERA INDUSTRIAL SUPPLY, L.L.C.**, (the "Company").

**ARTICLE II**

**DURATION**

The duration of this Company shall be perpetual.

**ARTICLE III**

**PURPOSE**

The purpose for which the limited liability company is organized are:

- a) The purpose for which the limited liability company is organized is to operate a manufacturing business and sale of industrial supplies and to do all things in connection with the furtherance of the limited liability company's business.
- b) To act as agent, representative, or receiver of any person, firm, corporation, or governmental entity or instrumentality in respect to any lawful undertaking or transaction;
- c) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise

- dispose of real or personal property, or any interest therein;
- d) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, corporations, limited liability companies, associations, partnerships, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;
  - e) To lend money, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested; and
  - f) To engage in any other lawful act or activity for which limited liability companies may be organized pursuant to the Act.

#### **ARTICLE IV**

#### **REGISTERED OFFICE AND AGENT**

The location and street address of the initial registered office the Company shall be **9300 Highway 25, Calera, Alabama 35040**, and its registered agent at such address shall be **Jack Kendrick**.

#### **ARTICLE V**

#### **INITIAL MEMBERS**

The names and addresses of the initial members are:

Jack Kendrick - 1201 Elaine Street, Gadsden, Alabama 35901;  
L.J. Kendrick - 117 Buckingham Place, Gadsden, AL 35904;

#### **ARTICLE VI**

#### **ADMISSION OF ADDITIONAL MEMBERS**

Upon the unanimous written consent of the members, the managers of the Company may permit the admission of additional members and the terms and conditions of their admission shall be as set forth in the Company's Operating Agreement.

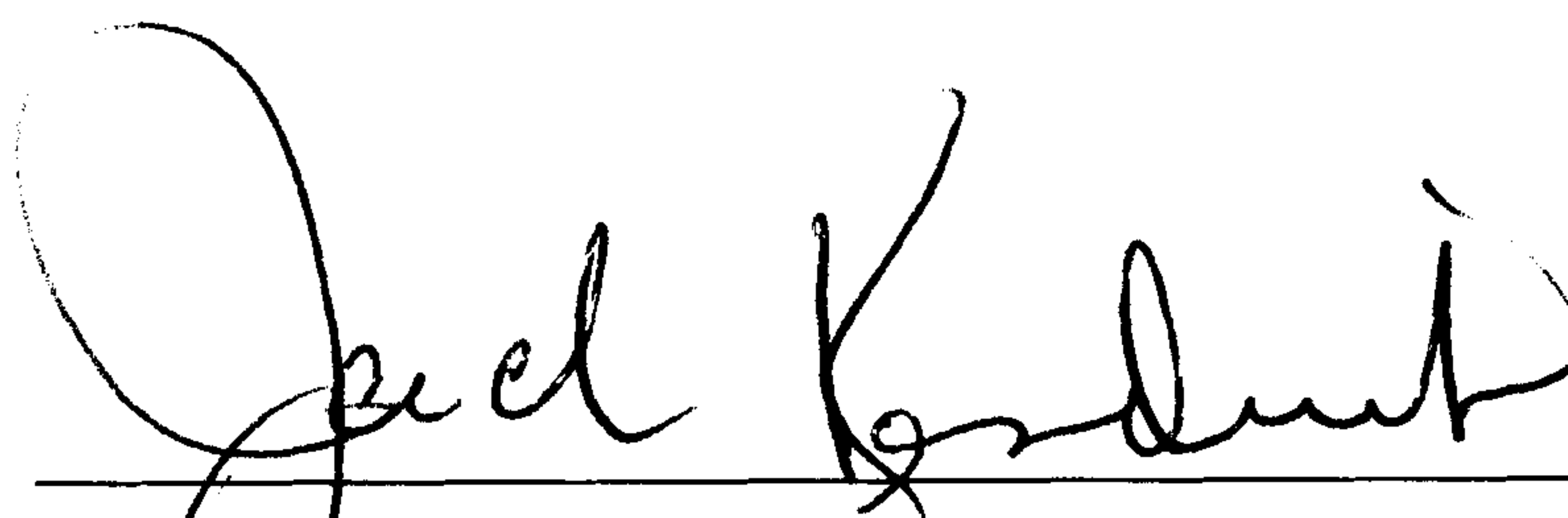
#### **ARTICLE VII**

#### **CONTINUATION OF BUSINESS**

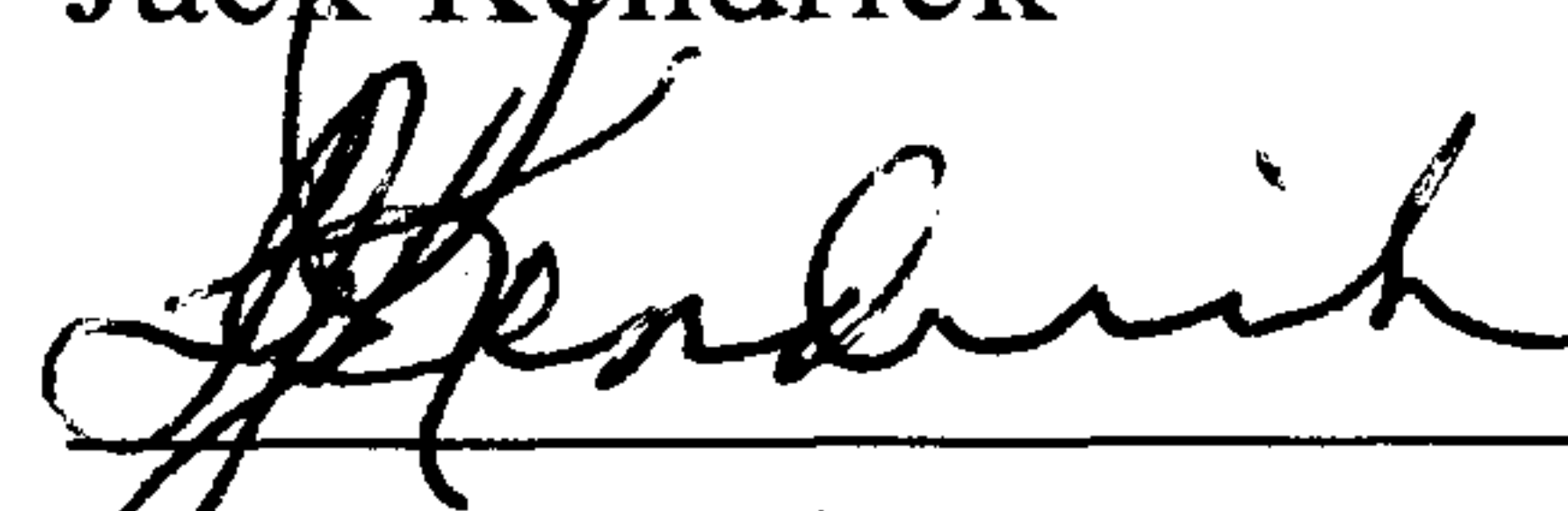
The Company may be reconstituted and the business of the Company may be continued following an event of dissociation which terminates the membership of a member of the Company if (I) there are at least two remaining members or at least one remaining

member and a new member is admitted, and (ii) the business of the Company is continued by the written consent of all of the remaining members within 90 days after the occurrence of the event of dissociation.

**IN WITNESS WHEREOF**, these Articles have been subscribed as of the 1<sup>st</sup> day of June, 2005, by the undersigned members who affirm that the statements made herein are true under the penalties of perjury.



Jack Kendrick



L.J. Kendrick



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Shelby Cnty Judge of Probate, AL  
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