

**RESTATED ARTICLES OF INCORPORATION
OF
SEAMAN TIMBER COMPANY, INC.**

(TO BE RENAMED BOATRIGHT RAILROAD PRODUCTS, INC.)

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

Pursuant to the provisions of the Alabama Business Corporation Act, Seaman Timber Company, Inc., an Alabama corporation (the "Corporation"), executes and delivers these Restated Articles of Incorporation:

FIRST: The name of the Corporation is Seaman Timber Company, Inc.

SECOND: The Articles of Incorporation of the Corporation are amended and restated in their entirety to read as follows:

1. The amended name of the Corporation is Boatright Railroad Products, Inc.
2. The purpose or purposes for which the Corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act, including, but not limited to, engaging in the business of producing and selling chemically treated timber.
3. The number of shares of capital stock the Corporation is authorized to issue is 50,000 shares of common stock, par value \$1.00 per share.
4. No holder of any share or shares of any class of stock of the Corporation shall have any preemptive right to purchase or subscribe for shares of any class of capital stock of the Corporation now or hereafter authorized, including treasury shares, or for any securities convertible into or carrying any optional rights to purchase or subscribe for any shares of any class of capital stock of the Corporation now or hereafter authorized.
5. The names and addresses of the incorporators of the Corporation were:

| | |
|-----------------|---------------------|
| James D. Seaman | Montevallo, Alabama |
| James B. Seaman | Montevallo, Alabama |
| Wayland M. Ward | Birmingham, Alabama |
6. The number of directors of the Corporation shall be one or more, as specified in the bylaws of the Corporation. The bylaws may establish a variable range for the size of the board of directors of the Corporation by fixing a minimum and a maximum number of directors. The

number of directors may be fixed or changed from time to time, within the minimum and maximum, by the shareholders.

7. A director of the Corporation shall not be liable to the Corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director, except for (i) the amount of a financial benefit received by such director to which such director is not entitled; (ii) an intentional infliction of harm on the corporation or its shareholders by such director; (iii) a violation of Section 10-2B-8.33 of the Alabama Business Corporation Act or any successor provision to such section; (iv) an intentional violation of criminal law by such director; or (v) a breach of such director's duty of loyalty to the Corporation or its shareholders. If the Alabama Business Corporation Act is hereafter amended, or any successor statute thereto is hereafter adopted or amended, to authorize the elimination of or the further limitation of the liability of a director of a corporation, then the liability of a director of the Corporation, in addition to the limitations on liability provided herein, shall be limited to the fullest extent permitted by the Alabama Business Corporation Act, as amended, or any successor statute thereto, as adopted or amended. The limitation on liability of directors of the Corporation contained herein shall apply to liabilities arising out of acts or omissions occurring subsequent to the adoption of this Article 7 and, except to the extent prohibited by law, to liabilities arising out of acts or omissions occurring prior to the adoption of this Article 7. Any repeal or modification of this provision by the shareholders of the Corporation shall be prospective only and shall not adversely affect any limitation on the liability of a director of the corporation existing at the time of such repeal or modification.

The Corporation has caused these Restated Articles of Incorporation to be executed by its duly authorized officer, this the 10th day of June, 2009.

SEAMAN TIMBER COMPANY, INC.

By: _____


Rush Shane Boatright

Its President and Chief Executive Officer

This instrument prepared by:

C. Samuel Todd, Esq.
Bradley Arant Boult Cummings LLP
1819 Fifth Avenue North
Birmingham, Alabama 35203



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**CERTIFICATE
REGARDING
RESTATED ARTICLES OF INCORPORATION**

Pursuant to Section 10-2B-10.07(d) of the Alabama Business Corporation Act, Seaman Timber Company, Inc., an Alabama corporation (the "Corporation"), executes and delivers this certificate:

FIRST. The Restated Articles of Incorporation to which this Certificate is attached contain amendments to the Articles of Incorporation of the Corporation requiring shareholder approval.

SECOND. The name of the Corporation is Seaman Timber Company, Inc. (although its name is being changed to Boatright Railroad Products, Inc. pursuant to the Restated Articles of Incorporation).

THIRD. The Restated Articles of Incorporation amend the Articles of Incorporation in their entirety as set forth in the Restated Articles of Incorporation.

FOURTH. The Restated Articles of Incorporation were adopted by the shareholders of the Corporation on the 10th day of June, 2009, pursuant to an action by unanimous written consent of the sole shareholder of the Corporation, in the manner prescribed by the Alabama Business Corporation Act.

FIFTH. At the time of the adoption of the Restated Articles of Incorporation, there were 19,300 shares of common stock, par value \$1.00 per share, outstanding. The holder of such shares was entitled to cast one vote per share, or an aggregate of 19,300 votes, and the holder of all such votes was indisputably represented in the aforementioned action by unanimous written consent.

SIXTH. The number of votes cast for such amendment was 19,300, and the number of votes cast against such amendment was 0.

Dated this 10th day of June, 2009.

SEAMAN TIMBER COMPANY, INC.

By: _____


Rush Shane Boatright
Its President and Chief Executive Officer



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Shelby Cnty Judge of Probate, AL
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Beth Chapman
Secretary of State

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

STATE OF ALABAMA

I, Beth Chapman, 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:

Boatright Railroad Products, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Rebecca Taber, 1819 5th Avenue N, Birmingham, AL 35203 for a period of one hundred twenty days beginning April 28, 2009 and expiring August 27, 2009.



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.

April 28, 2009

Date

Beth Chapman

Beth Chapman

Secretary of State