

ARTICLES OF INCORPORATION

OF

IDC INTEGRATION, INC.

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

We, the undersigned desiring to become a body corporate, do hereby file the following Articles of Incorporation pursuant to the laws of the State of Alabama, and the undersigned Incorporators do hereby make and subscribe their names to these Articles.

ARTICLE I
NAME

The name of the corporation shall be **IDC Integration, Inc.**

ARTICLE II
PURPOSE

A. The purpose of the corporation shall be the automation, sales, service and engineering of industrial electronics.

B. The corporation shall be allowed to transact any business or perform any act allowed by Section 10-4-A-383, Code of Alabama 1975, as amended.

ARTICLE III
DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV
CAPITAL STOCK

The number of shares of stock that the corporation is authorized to have outstanding is 1000, all of which are common stock with a par value of \$1.00 per share.

Pursuant to Section 10-2B-6.27, all shares of stock authorized to be issued or herein issued are restricted as to transfer and/or registration of transfer as follows:

1. All shares issued or authorized to be issued are restricted as follows:
 - a. The shareholders shall first offer to the corporation an opportunity to acquire the restricted shares at a price set by general accounting principals as to fair market value.
 - b. If the corporation refuses to purchase, then the shareholders shall next offer the shares to the other shareholders in ratio with the number of shares held by said shareholders at the determined prices as set in 1(a) above. If a shareholder declines to purchase his pro rata shares, the other shareholders may purchase the shares.
2. If neither the corporation nor other shareholders purchase said shares, the selling shareholders may sell his shares without further restrictions.
3. This restriction applies to all shares authorized, whether issued or not issued by the corporation.

ARTICLE V

REGISTERED OFFICE AND REGISTERED AGENT

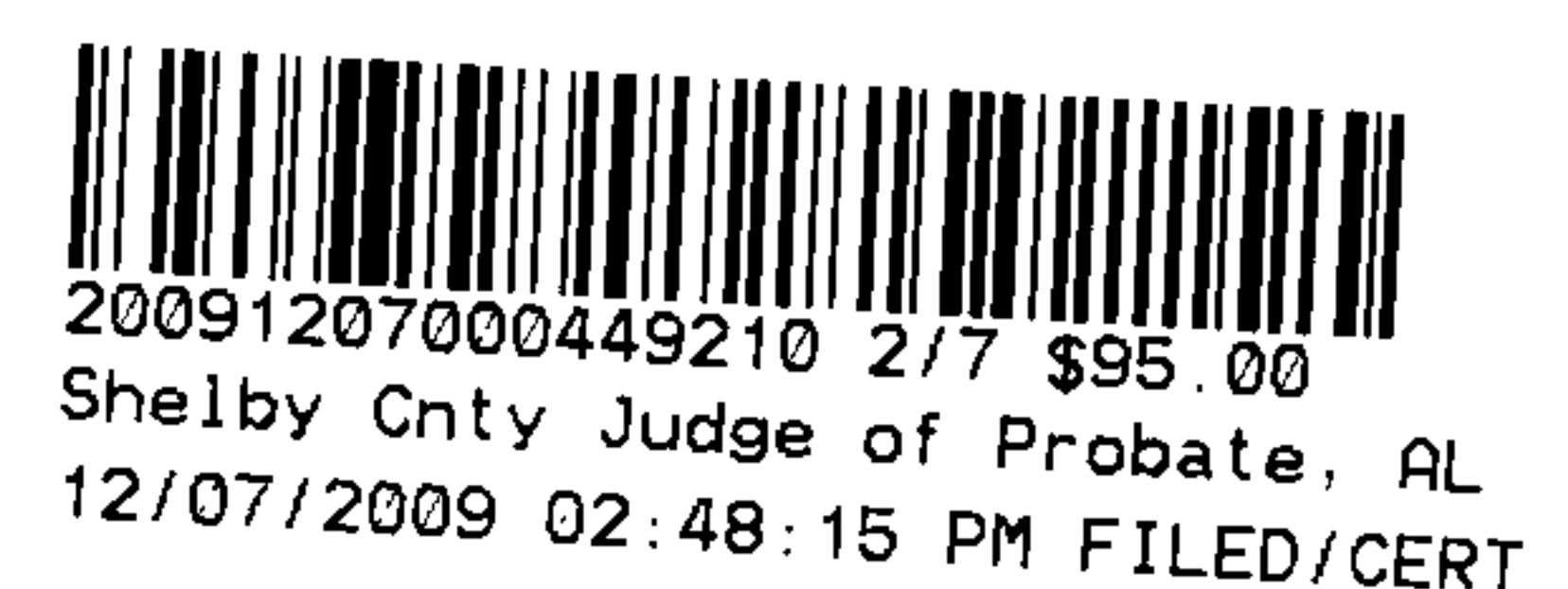
The principal office of the corporation shall be at 406 Cahaba Valley Circle, Pelham, Alabama 35124

The initial registered agent of the corporation authorized to receive service of process is **Steven Russell Rye** whose street address is 406 Cahaba Valley Circle, Pelham, Alabama 35124 and whose mailing address is 406 Cahaba Valley Circle, Pelham, Alabama 35124.

ARTICLE VI

INCORPORATORS

The name and address of the incorporators are:



Gary Robert Nelson

**1919 Radio Road
Alexander City, Alabama 35010**

Steven Russell Rye

**406 Cahaba Valley Circle
Pelham, Alabama 35124**

**ARTICLE VII
OFFICERS**

The name and address of the officers of the corporation is:

President

**Gary Robert Nelson
1919 Radio Road
Alexander City, Alabama 35010**

Secretary/Treasurer

**Steven Russell Rye
406 Cahaba Valley Circle
Pelham, Alabama 35124**

**ARTICLE VIII
DIRECTORS**

The Board of Directors shall consist of two (2) members. The name and address of the first
Board of Directors are:

President

**Gary Robert Nelson
1919 Radio Road
Alexander City, Alabama 35010**

Secretary/Treasurer

**Steven Russell Rye
406 Cahaba Valley Circle
Pelham, Alabama 35124**



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IN WITNESS WHEREOF, the undersigned Incorporators have hereunto subscribed their
name on this 3rd day of December, 2009.

Jamie A. Bregus
WITNESS

Jamie A. Bregus
WITNESS

Gary Robert Nelson
GARY ROBERT NELSON

Steven Russell Rye
STEVEN RUSSELL RYE

THIS INSTRUMENT WAS PREPARED BY:

Larkin Radney
BARNES & RADNEY, P.C.
Post Office Drawer 877
80 North Central Avenue
Alexander City, Alabama 35011-0877
(256) 329-8438




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EXHIBIT A
SUBSCRIPTION LIST

I, the undersigned, hereby subscribe for the number of shares in the amount and payable as set opposite my respective name, of the capital stock of **IDC Integration, Inc.**, a corporation being organized under the laws of the State of Alabama.

<u>NAME OF SUBSCRIBER</u>	<u>NO. OF SHARES</u>	<u>CONSIDERATION SUBSCRIBED</u>
GARY ROBERT NELSON	500	\$500.00
STEVEN RUSSELL RYE	500	\$500.00



GARY ROBERT NELSON

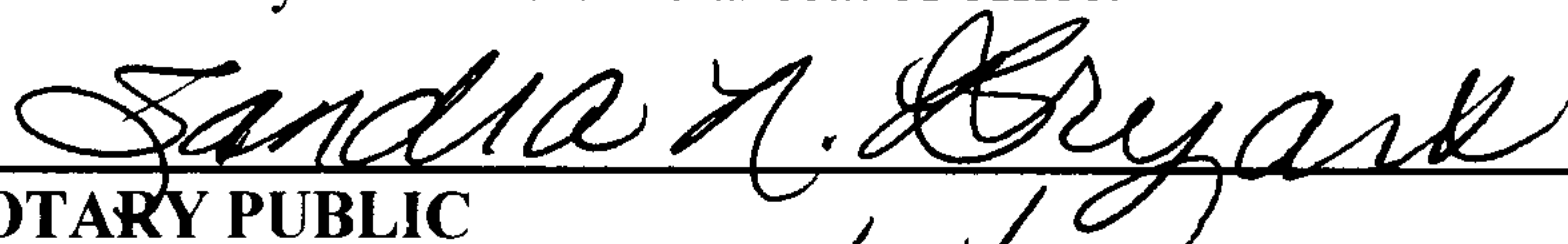


STEVEN RUSSELL RYE

STATE OF ALABAMA
COUNTY OF TALLAPOOSA

BEFORE ME, the undersigned, a Notary Public, in and for the state of Alabama at Large, personally appeared **Steven Russell Rye** who is known to me and who being by me first duly sworn, deposes and says he is the person designated by the incorporators of **IDC Integration, Inc.** to receive subscriptions to the capital stock of the corporation and that the above and foregoing is the subscription list of the incorporators thereof; that each of said incorporators has paid in full for such shares of stock set opposite the respective name of said subscriber on said subscription list in the manner therein described.

SWORN TO AND SUBSCRIBED TO before me on this the 3RD day of December, 2009, witness my hand and official seal of office.



NOTARY PUBLIC
My Commission expires: 12/14/10

STATE OF ALABAMA

COUNTY OF TALLAPOOSA

BEFORE ME, the undersigned, a Notary Public, in and for the state of Alabama at Large, personally appeared **Gary Robert Nelson** who is known to me and who being by me first duly sworn, deposes and says that the above and foregoing is the subscription list of the incorporators thereof; that each of said incorporators has paid in full for such shares of stock set opposite the respective name of said subscriber on said subscription list in the manner therein described.

SWORN TO AND SUBSCRIBED TO before me on this the 3RD day of December, 2009, witness my hand and official seal of office.

Sandra N. Bryant
NOTARY PUBLIC
My Commission expires: 10/14/10



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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:

IDC Integration, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Larkin Radney, PO Drawer 877, Alexander City, AL 35011-0877 for a period of one hundred twenty days beginning November 6, 2009 and expiring March 7, 2010.

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.

November 6, 2009

Date



Beth Chapman TM

Beth Chapman

Secretary of State