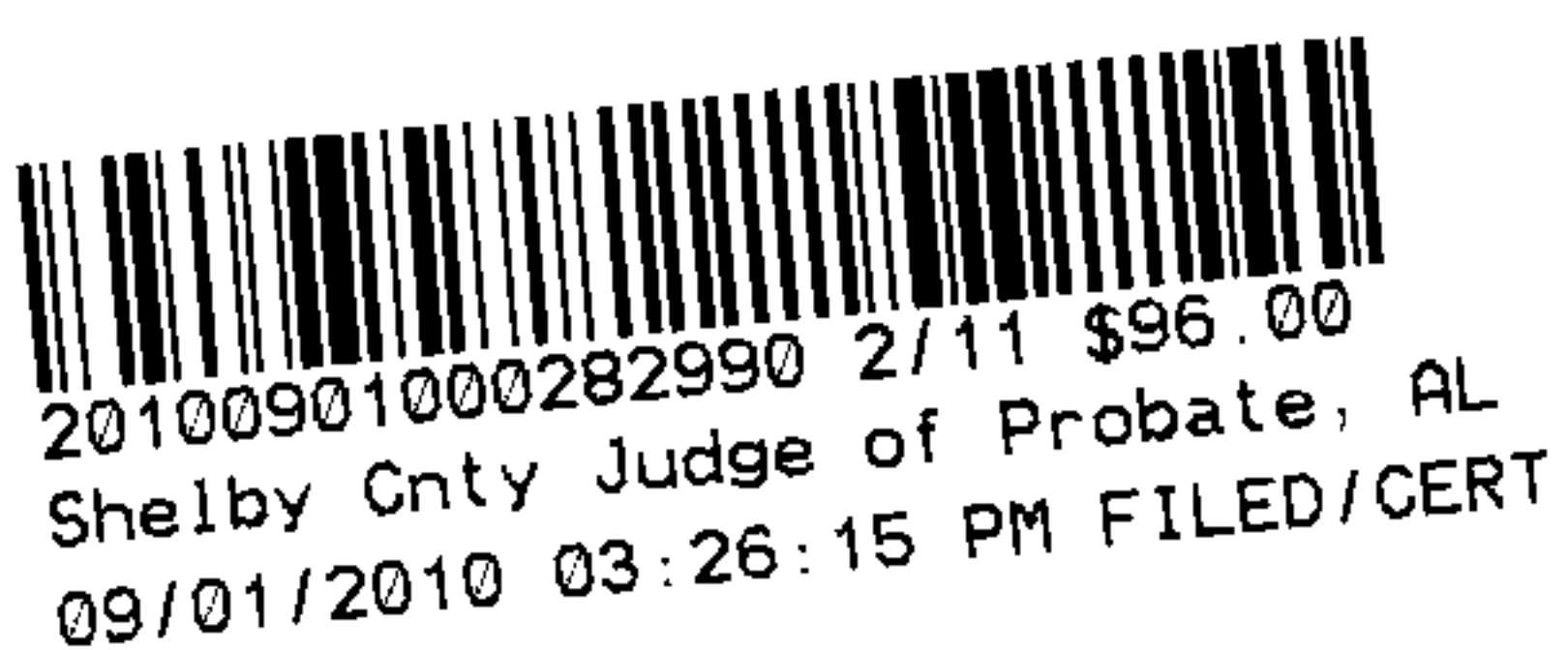


ARTICLES OF INCORPORATION
OF
ASSOCIATED INDUSTRIAL TECHNOLOGY AND SUPPLY COMPANY, INC.

I, the undersigned, in order to form a corporation under and pursuant to the laws of the State of Alabama, hereby adopt the following Articles of Incorporation.

1. Name: The name of the corporation is ASSOCIATED INDUSTRIAL TECHNOLOGY AND SUPPLY COMPANY, INC..
2. Duration: The period of duration of the corporation shall be perpetual.
3. Purposes:
 - A) The purpose for which the corporation is organized is the production of new industrial technology and supplies for heavy industry.
 - B) In furtherance, but not in limitation of the aforesaid purposes of this corporation, and without limitation of the powers conferred by statute or general rules of law, this corporation shall have the following powers in addition to others now or hereafter conferred by law:
 - 1) To purchase, acquire, take, receive, own, hold, improve, use, sell, convey, assign, exchange, trade, transfer, release, mortgage, encumber, pledge, lease, hire, and deal in real and personal property or any interest therein of any kind or character, wherever situated.
 - 2) To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign, and transfer, exchange or otherwise dispose of, and invest, trade and deal in and with goods, ware and merchandise and personal property of every class and description, whether or not the same specifically pertain to any class of business specifically enumerated among the purposes of this corporation; and to own and operate mines, plants, factories, mills, warehouses, yards, merchandise stores, commissaries and all other installations or establishments of whatever character or description, together with the equipment, rolling stock and other facilities used or useful in connection therewith or incidental thereto.

- 3) To apply for, purchase, or acquire by assignment, transfer or otherwise, and hold mortgage or otherwise pledge, and to sell, exchange, transfer, deal in and in any manner dispose of, and to exercise, carry out and put to use any license, power, authority, concession, franchise, letters patent of the United States or any foreign country, patent rights, processes, formulae, know how, methods, copyrights, trademarks, trade-names, or any other right or privilege, and to grant licenses or rights in any of the foregoing which any corporation can make or grant.
- 4) To acquire and pay for in cash, bonds or stock of this corporation or otherwise the goodwill, rights, assets, properties of any person, firm, partnership, association, trust, estate or corporation and to undertake, assume, or enter into contracts of guaranty or indemnity with respect to the whole or any part of the obligations or liabilities of any such person, firm, association, trust, estate or corporation; or in any manner dispose of the whole or any part of the properties so acquired; to conduct in any lawful manner the whole or any part of the business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of any such business, whether or not such business is directly or indirectly related to any class of business specifically enumerated among the purposes of this corporation.
- 5) To acquire by purchase, subscription or otherwise, and to own, hold, sell, trade, exchange, lend, hypothecate, assign, deposit in escrow, pledge, mortgage, encumber, transfer or otherwise dispose of, invest in, deal in and deal with stocks, bonds, debenture, obligations, evidences of indebtedness, promissory notes, investment contracts, puts, calls, stock rights, participations, partnership interests (whether general or limited), mortgages or securities executed or issued by the government of the United



States or by any other governmental district, municipality, county, political entity or any subdivision or instrumentality of any foregoing, or by any person or individual, partnership, firm, association, trust, investment company, corporation, or otherwise, whether public or private, and whether organized and existing under the laws of the State of Alabama or any other state or foreign country, and to issue and exchange for any or all such stocks, bonds, debentures, obligations, evidences of indebtedness, promissory notes, investment contracts, puts, calls, stock rights, participations, partnership interests, mortgages or other securities of stocks, stock rights, bonds, debentures, evidences of indebtedness or other securities on this corporation shall have the express power to hold, sell, assign, transfer, mortgage, pledge, encumber, deposit in escrow, lend, hypothecate, trade or otherwise dispose of all or any part of its interest in any such stocks, bonds, debentures, obligations, evidences of indebtedness, promissory notes, investment contracts, puts, calls, stock rights, participations, partnership interests, mortgages or securities so acquired by it, and while the owner thereof, 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 the State of Alabama, or of such other jurisdiction as is applicable in the premises, whether or not the exercise of such rights of ownership involves the conduct, management, participation or ownership of any business related to any class of business specifically enumerated among the purposes of this corporation and whether or not the exercise of such rights of ownership and the retention of such property involves sharing or delegation of control

over business or property of this corporation with or to persons other than the board of directors of the corporation.

- 6) 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 mortgage, pledge, transfer, assignment, creation of security interests in or otherwise of income, or real and personal property of every nature and description, or by way of guaranty or otherwise.
- 7) To draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, debentures and other negotiable or transferable instruments.
- 8) To issue bonds, debentures or other securities or obligations and to secure the same by mortgage, pledge, deed of trust, or otherwise.
- 9) To purchase, take, receive, redeem or otherwise acquire, hold, own, pledge, transfer or otherwise dispose of its own shares of stock, and its bonds, debentures, notes, scrip or other securities or evidences of indebtedness, and to hold, sell, transfer, re-issue or cancel the same.
- 10) To endorse or otherwise guarantee, or obligate itself for, or enter into any indemnity agreement with respect to, or pledge or mortgage all or any part of its properties for the payment of the principal or interest, or either, or any bonds, debentures, notes, scrip, coupons or other obligations, or the payment of dividends or the redemption or purchase price or liquidation rights of any stock of any other corporation or association, domestic or foreign, or of any person, firm, partnership or joint venture.
- 11) To lend money and use its credit to assist its employees, officers, directors, suppliers, customers, subsidiaries or shareholders.
- 12) To enter into, make and perform contracts of every kind for any lawful purpose without limit as to amount or duration, with any

person, firm, partnership, trust, estate, association, corporation, state, territory municipality, county, government, governmental district, body politic, or any subdivision or instrumentality thereof.

- 13) To act as an agent, jobber, broker or attorney-in-fact, 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, whether secured by such property or not, and in supervising, managing and protecting such property and loans and all interest in and claims affecting the same.
- 14) To participate with any person, partnership, trust, estate, firm, association, or corporation in any general partnership, limited partnership (whether as a general partner or as a limited partner or both), joint venture, syndicate, pool, or other association of any kind and to enter into any lawful arrangements for sharing of profits, union of interest, syndication, pooling of interests, reciprocal concession, joint ownership, or cooperation, as partner (general or limited), partnership, trust, estate, firm, association or corporation for the purpose of any transaction, undertaking, or arrangement, or the carrying on of any business within the power of a corporation organized under the laws of the State of Alabama, whether or not such a participation or arrangement involves sharing or delegation of control over the business or properties of this corporation's board of directors and whether or not such participation or arrangements involve the conduct, management, participation or ownership of any business not related to any class of business specifically enumerated among the purposes of this corporation.
- 15) To be a promoter, incorporator, partner, member, trustee, associate or manager of any domestic or foreign corporation, partnership, joint venture, trust or other enterprise.

- 16) To enter into any plan or project for the assistance and welfare of its directors, officers, or employees, to pay pensions and establish pension plans, pension trusts, profit sharing plans, stock bonus plans, stock option plans, medical reimbursement plans, and other incentive plans for any or all of its directors, officers, and employees.
- 17) Subject to the limitations and restrictions imposed by Alabama law, or by the law of any other jurisdiction whose law is applicable in the premises, to indemnify any person who was or is threatened to be made a party to any threatened, pending or completed claim, action, suit or proceeding, whether civil, criminal, administrative, or investigative, including appeals and including actions by or in the right of the corporation by reason of the fact that he or she is or was a director, employee or agent of this corporation, or is or was serving at the request of this corporation as a director, officer, partner, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney's fees) and (if such action is not by or in the right of the corporation) judgments, fines, and amounts paid in settlement actually and reasonably incurred by him or her in connection with the defense or settlement of such claim, action, suit, or proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the corporation; and to purchase and maintain insurance on behalf of any such person who is or was a director, officer, employee or agent of this corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him or her incurred by him or her in any such capacity or arising out of his or her status as such, whether or not this corporation would have the power to indemnify him or her against such liability.



- 18) To make donations for the public welfare or for charitable, scientific, or educational purposes.
- 19) To transact any lawful business which the board of directors find in aid of governmental policy.
- 20) To have and exercise all powers necessary or convenient to effect its purposes, including its purpose to carry on any or all lawful business 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 purposes of this corporation, as well as powers and provisions for the regulation of the business and the conduct of the affairs of the corporation, the directors, and shareholders 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 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 of a trust company, or the business of insurance in any of its branches.

4. Authorized Shares: The aggregate number of shares of stock which the corporation shall issue is 100 shares of common stock with par value of \$10.00 per share.
5. Registered Office and Initial Registered Agent: The location and mailing address of the corporation's registered agent, and the name of its initial registered agent at such address are:

Name of Initial Registered Agent

Samuel Ray LeSueur

Location/Mailing Address of Such

822 Maplewood Trail
Alabaster, AL 35007

6. Initial Board of Directors: The initial Board of Directors shall consist of two persons. The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders of the corporation or until the



successors to such directors are elected and qualified and the number of shares held are:

<u>Name</u>	<u>Address</u>	<u>No. Shares</u>
Samuel Ray LeSueur	822 Maplewood Trail Alabaster, AL 35007	50
Denise H. LeSueur	822 Maplewood Trail Alabaster, AL 35007	50

7. Incorporator: The name and address of the sole incorporator is:

<u>Name of Incorporator</u>	<u>Address</u>
Samuel Ray LeSueur	822 Maplewood Trail Alabaster, AL 35007

8. Cumulative Voting Rights: Each outstanding share of stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders, provided, however, that at each election for directors, every shareholder shall be entitled to cumulate his votes by giving one candidate as many votes as the number of directors to be elected, multiplied by the number of his shares, shall equal, or by distributing such votes on the same principle among any number of such candidates.
9. Reservation of Power to Amend By-Laws: The power to alter, amend or repeal any by-laws of the corporation, or to adopt new by-laws, shall be vested in the board of directors, except that the board of directors shall not have the power to alter, amend or repeal any by-law fixing the number of directors or reserving to the shareholders the power to fill vacancies on the board of directors, or fixing the time and place of the annual meeting.
10. Restrictions on Transfer: This corporation may, from time to time, lawfully enter into any agreement, to which all or less than all of the holders of record of the issued and outstanding shares shall be parties, restricting the transfer of any or all shares represented by certificates therefor upon such reasonable terms and conditions as may be approved by the Board of Directors of this corporation, provided that such restrictions be stated upon each certificate representing such shares.

11. Binding Effect: All persons who acquire shares in this corporation shall acquire them subject to the provisions of these Articles of Incorporation, as the same may from time to time hereafter be amended. Except as otherwise expressly provided by the laws of the State of Alabama, this corporation shall be entitled to treat the person or entity in whose name any share is registered as the owner thereof for all purposes, and shall not be bound to recognize any equitable or other claim to or interest in said share on the part of any other person or entity, whether or not this corporation shall have notice thereof.
12. Execution of Documents: The President of this corporation shall have the authority to execute all deeds, mortgages, bonds and other contracts requiring a seal, under the seal of this corporation; and the Secretary or any Assistant Secretary of this corporation shall have authority to affix said seal to instruments requiring it and to attest the same.
13. Exercise of Power: The corporate powers shall be exercised by the Board of Directors, except as otherwise expressly provided by statute or by these Articles of Incorporation. The corporation may, in its By-laws, confer powers upon its Board of Directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon the Board of Directors by statute.
14. Interest of Directors: No contract or other transaction between this corporation and one or more of its directors or any other corporation, firm, association or entity in which one or more of its directors or officers are financially interested, shall be either void or voidable because of such relationship or interest or because such director or directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction, if the contract or transaction is fair and reasonable to this corporation and if either:
 - A) The fact of such relationship or interest is disclosed to the Board of Directors or committee thereof, and such Board of Directors or committee authorizes, approves or ratifies the contract or transaction by a vote or

consent sufficient for the purpose without counting the votes or consents of such interested directors; or


- B) The fact of such relationship or interest is disclosed to the Shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent.

Common or interested directors may not be counted in determining the presence of a quorum at a meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction.

Date

9-1-2010

Samuel Ray LeSueur
SAMUEL RAY LeSUEUR, Incorporator


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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:

ASSOCIATED INDUSTRIAL TECHNOLOGY AND SUPPLY COMPANY, INC.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of J. Timothy Smith, 3225 Lorna Rd, Hoover, AL 35216 for a period of one hundred twenty days beginning August 27, 2010 and expiring December 26, 2010.

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Shelby Cnty Judge of Probate, AL
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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.

August 27, 2010

Date

Beth Chapman TM
Beth Chapman Secretary of State