

**ARTICLES OF INCORPORATION**  
**FOR**  
**INDUSTRIAL COATINGS GROUP INCORPORATED**

I, the undersigned, having the capability to contract and acting as the incorporator, do hereby associate myself for the purpose of signing, verifying, and filing Articles of Incorporation (hereafter the "Articles") under and in accordance with the provisions of the Alabama Business Corporation Act, Alabama Code, § 10-2B-2.02 et. seq. (1994 and as amended) hereby adopt these Articles of Incorporation and further declare:

**ARTICLE I**

**NAME**

The name of the corporation shall be **Industrial Coatings Group Incorporated**. (hereinafter the "Corporation")

**ARTICLE II**

**DURATION**

The duration of the corporation is and shall be perpetual.

**ARTICLE III**

**PURPOSES**

**Section One:** The primary purpose of this corporation is to engage in the practice of general commercial and or industrial painting, coatings, linings, sandblasting, and construction.

**Section Two:** To include the performance of such other acts and things consistent with the aforesaid purposes for which the corporation is organized, as are necessary for or incidental to the accomplishment of these purposes.

**Section Three:** To include the transaction of any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act, Alabama Code § 10-2B-2.02, et seq, (1994 and as amended)

**Subsection A:** To sue and be sued, complain and defend, in its corporate name;



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09/29/2010 10:21:53 AM FILED/CERT

- Subsection B:** To have a corporate seal, which may be altered at will, and to use it, or a facsimile thereof, by impressing or affixing it or in any manner reproducing it;
- Subsection C:** To make and amend bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for managing the business and regulating the affairs of the corporation;
- Subsection D:** To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property and assets;
- Subsection E:** To sell, convey, mortgage, encumber, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets;
- Subsection F:** To purchase, take, receive, subscribe for, or otherwise acquire; own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of; and dlea in and with shares or other interests in, or obligations of, any other entity;
- Subsection G:** To make contracts, including guarantee and suretyship contracts and indemnity agreements, incur liabilities, borrow money, issue its notes, bonds, and other obligations (which may be convertible into or include the option to purchase other securities of the corporation), secure any of its obligations (or the obligations of others for whom it can make guarantees, whether or not a guarantee is made) by mortgage or pledge of or creation of security interests in all or any of its property, franchises, or income, and, without limiting the generality of the foregoing:
1. Make contracts of guaranty and suretyship and indemnity agreements that are necessary or convenient to the conduct, promotion, or attainment of the business or the contracting corporation, and
  2. Make contracts of guarantee and suretyship and indemnity agreements that are necessary or convenient to the conduct, promotion or attainment of the business of:
    - a. An entity that is wholly owned, directly or indirectly, by the contracting corporation, or
    - b. A person that owns, directly or indirectly, all of the outstanding stock of the contracting corporation, or
    - c. An entity that is wholly owned, directly or indirectly, by a person that owns, directly or indirectly, all of the outstanding stock of this corporation.;
- Subsection H:** To lend money for any lawful purpose, invest and reinvest its funds, and receive and hold real and personal property as security for repayment;
- Subsection I:** To be promoter, incorporator, partner, member, trustee, associate, or manager of any domestic or foreign corporation, partnership, joint venture, trust, or other entity;

**Subsection J:** To conduct its business, locate offices, and exercise the powers granted by this chapter in any state, territory, district, or possession of the United States, or in any foreign country;

**Subsection K:** To elect directors and appoint officers, employees and agents of the corporations, define their duties, fix their compensation and lend them money and credit;

**Subsection L:** To pay pensions and establish pension plans, pension trusts, profit-sharing plans, share bonus plans, share option plans, or other welfare, benefit or incentive plans for any or all of its current, future, or former directors, officers, employees, and agents;

**Subsection M:** To make donations for the public welfare or for charitable, scientific or educational purposes.

**Subsection N:** To transact any lawful business which the manager or members find will be in aid of the government policy.

**Subsection O:** To make payments, donations, or do any other act, not inconsistent with the law, that furthers the business and affairs of the corporation.

**Section Four:** These purposes herein expressed shall be construed as powers as well as objects and purposes and the matters expressed in each clause thereof shall, except as otherwise expressly provided, be in no way limited by references to or inference from the terms of any other clause, but shall be regarded as independent objects, purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms of the powers of the corporation now or hereafter conferred by law, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature.

#### **ARTICLE IV**

##### **STOCK AUTHORIZED AND STOCK CLASSES**

The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000). The par value of each share shall be one dollar (\$1.00). The Corporation shall have one class of stock which shall be common stock.

#### **ARTICLE V**

##### **STOCK ISSUANCE**

Upon the filing of these Articles of Incorporation stock shall be issued as follows:

Michael Jezdimir                      536 Waterford Cove Circle, Calera, Alabama 35040                      1,000 shares



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## ARTICLE V

**REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the registered office is 536 Waterford Cove Circle, Calera, Shelby County, Alabama, 35040 and the name of the registered agent at that office is Michael Jezdimir at the address of the registered office.

## ARTICLE VI

## INITIAL INCORPORATORS

**The names and addresses of each individual who is an incorporator.**

**Michael Jezdimir** 536 Waterford Cove Circle, Calera, Alabama 35040

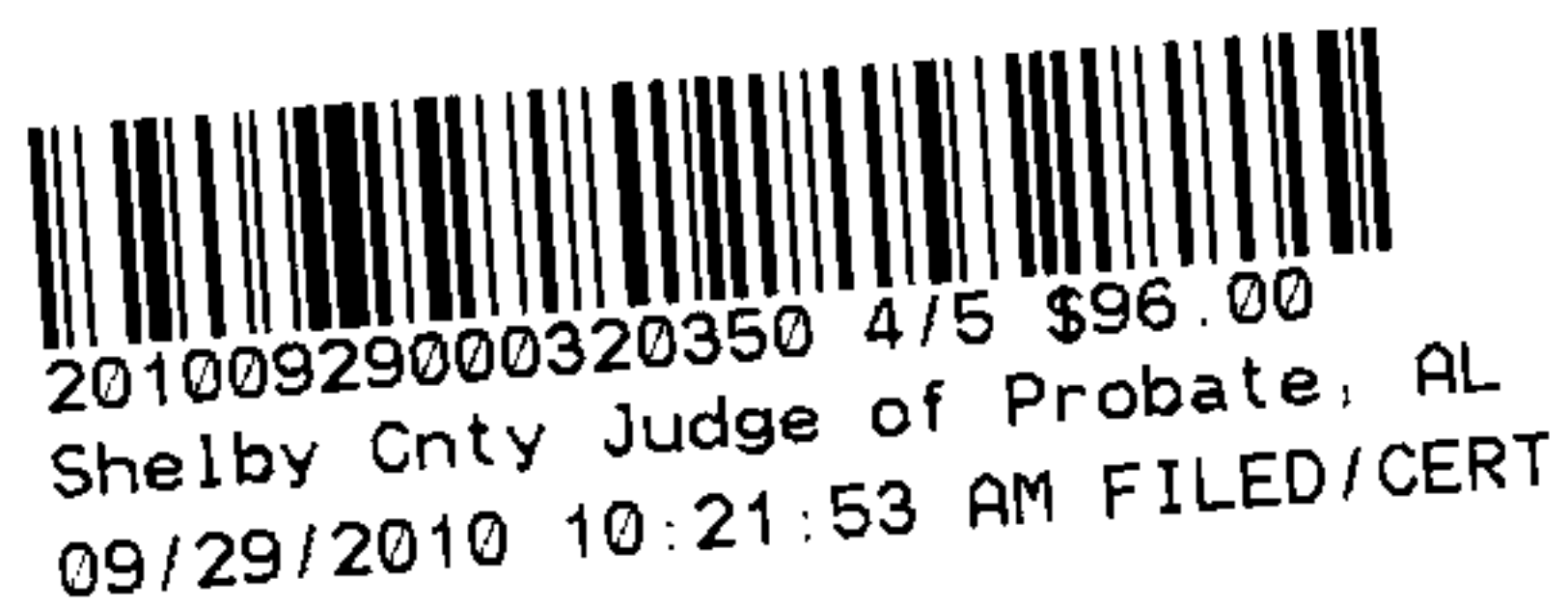
## ARTICLE VII


## INITIAL DIRECTORS

The name and address of the person who is to serve as director until the first annual meeting of shareholders and until their successors be elected and qualify is:

**Michael Jezdimir** 536 Waterford Cove Circle, Calera, Alabama 35040

IN WITNESS THEREOF, the undersigned incorporator has hereunto subscribed his name on this the 29<sup>TH</sup> day of September, 2010.



  
Michael Jezdimir

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:

**INDUSTRIAL COATINGS GROUP, INC.**

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of MICHAEL JEZDIMIR, 536 WATERFORD COVE CIRCLE, CALERA, AL 35040 for a period of one hundred twenty days beginning September 24, 2010 and expiring January 23, 2011.



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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.

September 24, 2010

Date

*Beth Chapman* TM

Beth Chapman

Secretary of State