

ARTICLES OF ORGANIZATION
OF
C & S MACHINE TOOLS, LLC

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Shelby Cnty Judge of Probate, AL
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Pursuant to the Provisions of Section 10-12-1, *et seq.* of the Code of Alabama (1975), the undersigned hereby adopts the following Limited Liability Company Articles of Organization.

ARTICLE I

Name

The name of the limited liability company is C & S Machine Tools, LLC (the "Company").

ARTICLE II

Duration

The Company shall be perpetual in duration, unless it is dissolved and its affairs are wound up in accordance with the Alabama Limited Liability Company Act (the "Act").

ARTICLE III

Purposes

The purposes for which the Company is formed are:

- (a) To buy, sell, manage, invest in, develop, or deal in any way with machinery and equipment;
- (b) To render to others, and to engage in the business of rendering to others, technical services, consulting, advisory, administrative, industrial engineering, accounting, bookkeeping and other services of every nature, kind and character, which it may legally render;
- (c) To engage in any industrial, manufacturing, mining, mercantile, trading, agricultural, service, or other lawful business of any kind or character whatsoever;


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- (d) To act as agent, representative, or receiver of any person, firm, corporation, or instrumentality in respect to any lawful undertaking or transaction;
- (e) 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;
- (f) 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, corporation, associations, partnerships, limited liability companies, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;
- (g) 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
- (h) 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; Registered Agent

The location and street address of the initial registered office of the Company shall be 100 Kent Hill Cove, Alabaster, AL 35007, and its registered agent at such address shall be Christoph von Seebach.

ARTICLE V

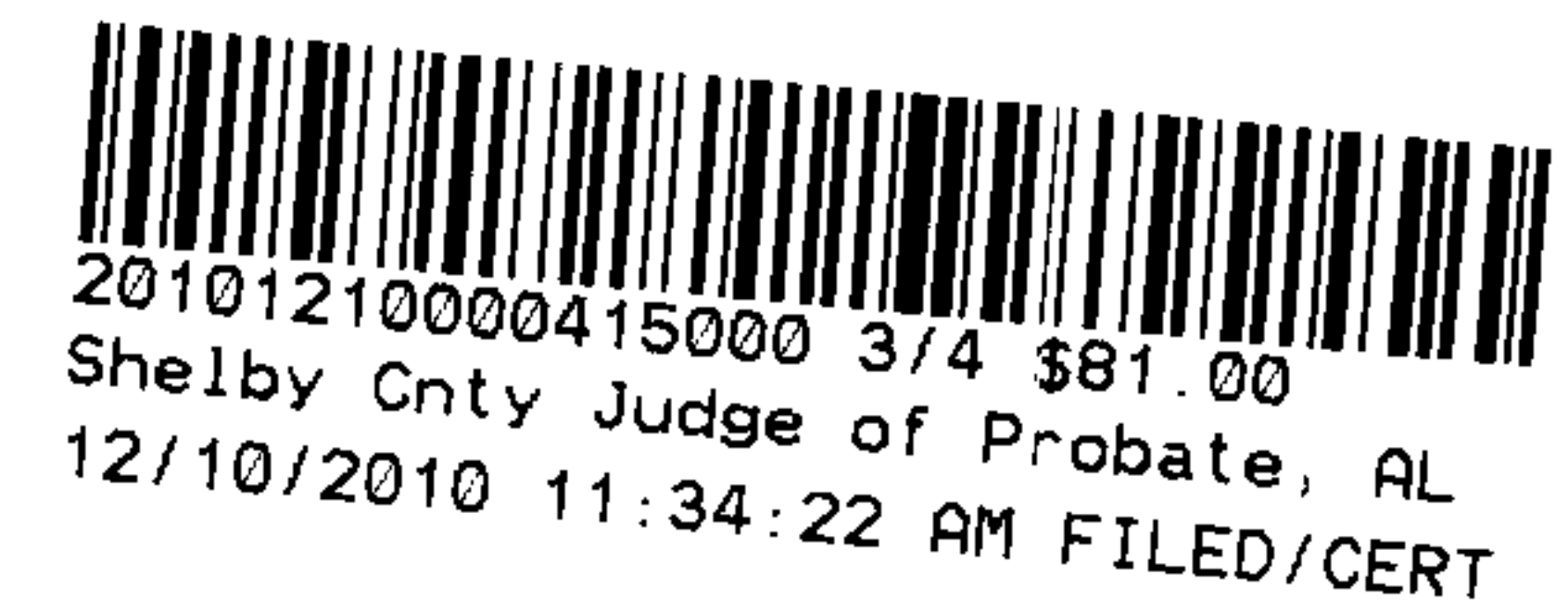
Initial Members (and Organizer)

The names and addresses of the initial members are:

Christoph von Seebach
100 Kent Hill Cove
Alabaster, AL 35007


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John Richard Coleman
197 Hogan Pond Lane
Ball Ground, GA 30107



The name and address of the organizer is:

Christoph von Seebach
100 Kent Hill Cove
Alabaster, AL 35007

ARTICLE VI

Admission of Additional Members

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

ARTICLE VII

Cessation of Membership

The cessation of membership of one or more members will not result in the dissolution of the Company.

ARTICLE VIII

Initial Managing Members


The names and addresses of the initial Managing Members are:

Christoph von Seebach
100 Kent Hill Cove
Alabaster, AL 35007

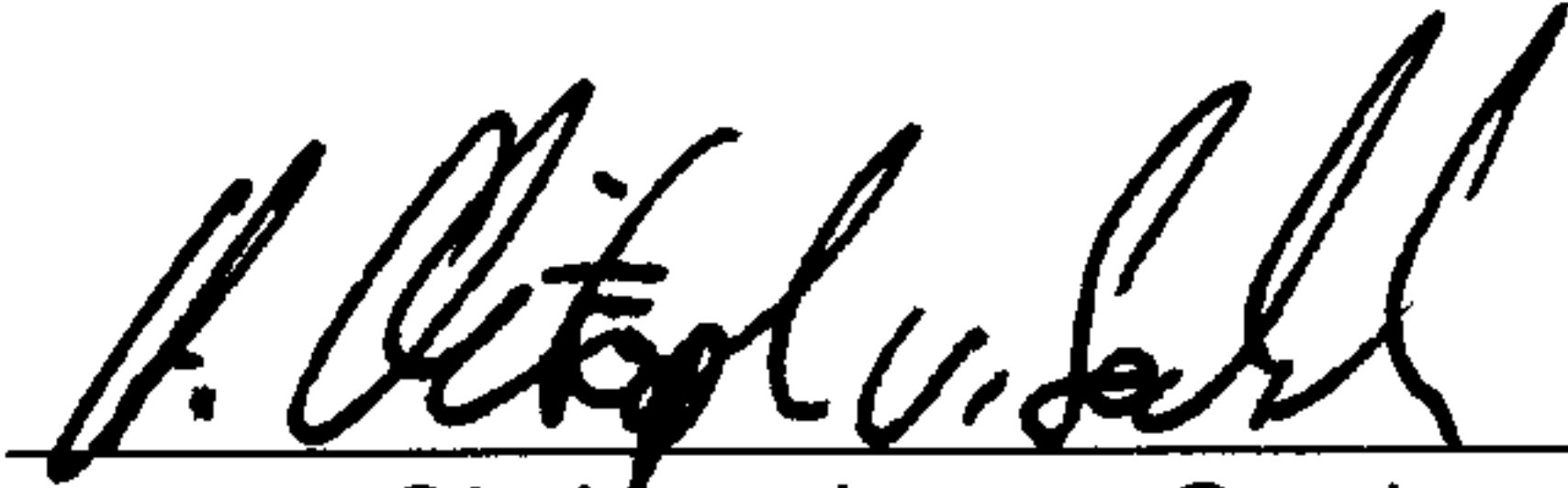
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IN WITNESS WHEREOF, these Articles have been subscribed as of the 10th
day of December, 2010 by the undersigned organizer, who affirms that the statements
made herein are true under the penalties of perjury.



Christoph von Seebach