

AMENDED AND RESTATED ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS: That the undersigned President of EPL, Inc., a corporation organized and existing under the laws of the State of Alabama, hereby certifies that, in accordance with the Code of Alabama, the Articles of Incorporation were amended by unanimous consent of the Directors and by unanimous consent ~~majority vote of~~ ~~shares out of~~ ~~shares eligible to vote~~ by the Shareholders present at a duly called meeting of the Directors and Shareholders of the corporation, at which a quorum was at all times present, on the 24^m day of March, 2011. The Articles were amended as follows:

The existing Articles of Incorporation of EPL, Inc., dated March 27, 1989, and as amended, including without limitation, the amendments dated January 8, 2000, December 30, 2005, and March 30, 2007, are hereby replaced with the following Articles:

ARTICLE I

The name of the Corporation is EPL, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose or purposes for which the Corporation is organized are:

(1) To operate and carry out all such businesses as are deemed appropriate, for the Corporation by its Board of Directors and to perform all acts necessary and proper to carry on such business.

(2) To develop, build, manufacture, process, compound or otherwise produce, to purchase, lease, exchange, take, receive or otherwise acquire, to own, hold, use, operate, manage, improve, repair or otherwise have an interest in or deal with, to sell, lease exchange, convey, assign, mortgage, pledge, hypothecate, distribute or otherwise deal in and dispose of, buildings, structures, machinery, equipment, apparatus, appliances, devices, products, materials, articles, processes, systems, goods, wares, and merchandise of every kind, nature and description and to engage in any industrial manufacturing, mining, mercantile, trading, agricultural, service or other lawful business of any kind or character whatsoever.

(3) To purchase, lease, exchange, take, receive or otherwise acquire, to own, hold, use, operate, manage, improve, repair or otherwise have an interest in or deal with, to sell, lease, exchange, convey, assign, mortgage, pledge, hypothecate, distribute or otherwise deal in and dispose of, property, whether real, personal or mixed, of every kind, character and description

whatsoever and wheresoever situated, or any interest therein.

(4) To hold, own, use, operate, manage, improve, repair, erect, or otherwise have an interest in or deal with any buildings or other structure located on real property which is owned, held by or leased by the Corporation or in which the Corporation has any interest whatsoever.

(5) To render to others, and to engage in the business of rendering to others, consulting, advisory, administrative, industrial engineering, accounting, bookkeeping, and other services of every nature, kind and character, whether similar or dissimilar to those hereinabove set forth, which a corporation may legally render.

(6) To purchase, lease, exchange, take, receive or otherwise acquire, all, or any part of, or any interest in, the properties, assets, business, good will and rights of any person, firm, corporation, country, state, county, municipality or governmental unit, department, division, agency, authority or instrumentality; to pay for the same or any part or combination thereof in cash, in shares of stock, bonds, or other securities or evidences of obligations or indebtedness of this Corporation or of any other corporation, by undertaking, assuming or guaranteeing the whole or any part of the bonds, mortgages, franchises, leases, contracts, indebtedness, guarantees, liabilities and obligations of the transferor, or by any combination of any of the foregoing; to own, hold, use, operate, manage, improve, repair, reorganize or otherwise convey, assign, mortgage, pledge, hypothecate, distribute, liquidate or otherwise deal in and dispose of all, or any part of, or any interest in, such properties, assets, business, good will and rights, and, in conjunction with any of the foregoing, to undertake, assume or guarantee, the whole or any part of the bonds, mortgages, franchises, leases, contracts, indebtedness, guarantees, liabilities and obligations of the transferor.

(7) To develop, apply for, register, take licenses in respect of, purchase, lease, exchange, take, receive or otherwise acquire, to own, hold, use, operate, manage, manufacturer under, improve, or otherwise have an interest in or deal with, to sell, lease, exchange, convey, assign, grant licenses in respect of, mortgage, pledge, hypothecate, distribute or otherwise deal in and dispose of, to contract with reference to, any and all inventions, devices, formulas, technical or business information, including trade secrets, know-how, processes, improvements and modifications thereof, letters patent and all rights connected therewith or appertaining thereto, copyrights, trademarks, trade names, trade symbols and other indications of origin and ownership, franchises, licenses, concessions, or other rights granted by or recognized under the laws of any country, state, county, municipality, or governmental unit, department, division, agency, authority or instrumentality.

(8) To purchase, subscribe for in its own name or in the name of another, exchange, take, receive or otherwise acquire, to guarantee, to invest or reinvest in, to underwrite, to own, hold, use, exchange, convey, assign, mortgage, pledge, hypothecate, distribute or otherwise deal in and dispose of, any stock, bond, or other security, evidence of obligation or indebtedness of any person, firm, corporation, country, state, county, municipality, or governmental unit, department, division, agency, authority or instrumentality; to issue in connection with any acquisition of any

of such property, shares of stock, bonds or other securities or evidences of indebtedness or obligation of this Corporation; and, while the owner or holder of any such property, to receive, collect and dispose of the interest, dividends, income and other rights accruing on or from such property, to possess and exercise in respect thereof all the rights, powers and privileges of ownership of every kind and description, including the right to vote thereon, with power to designate some person or persons for that purpose from time to time to the same extent as natural persons might or could do, to aid by loan, subsidy, guaranty, or in any other manner, financially or otherwise, and to do any other acts or things designed to protect, preserve, improve or enhance the value of any such property.

(9) To purchase, exchange, take, receive, or otherwise acquire, to own, hold, use or otherwise have an interest in or deal with, to sell, exchange, convey, assign, mortgage, pledge, hypothecate, distribute or otherwise deal in or dispose of, shares of its own stock provided that the Corporation shall not purchase, directly or indirectly, shares of its own stock where such purchase would be prohibited by the Alabama Business Corporation Act or this Articles of Incorporation and provided that the Corporation shall not vote, directly or indirectly, shares of its own stock except as provided by said Act.

(10) To lend money or aid, or extend credit, to any person, firm, corporation, country, state, county, municipality, or governmental unit, department, division, agency, authority or instrumentality on such terms and conditions and with whatever security, if any, it desires.

(11) To enter into and make, to perform and carry out, to cancel and rescind, or to let lapse, contracts and agreements of every kind and description.

(12) To set as agent, representative, or receiver of any person, firm, corporation, country, state, county, municipality or governmental unit, department, division, agency, authority or instrumentality or in respect to any lawful undertaking or transaction.

(13) To borrow or raise money and, from time to time, without limit as to amount, to draw, make, accept, endorse, execute, issue and deliver all kinds of securities, including, but without limiting the generality thereof, bonds, debentures, drafts, bills of exchange, warrants, notes and other negotiable and non-negotiable instruments and evidences of obligation or indebtedness; and to secure the payment and full performance of such mortgage on, or pledge, conveyance, or assignment in trust of, all, or any part of, or any interest in, the property of the corporation, either real, personal or mixed, including contract rights, whether at the time owned or thereafter acquired.

(14) To guarantee the obligations of, and to lend its aid and credit to, any person, firm, corporation, country, state, county, municipality, or governmental unit, department, division, agency, authority, or instrumentality, and to secure the same by mortgage on, or pledge, conveyance, or assignment in trust of, all, any part of, or any interest in, the property of the corporation, either real, personal or mixed, including contract rights, whether at the time owned or thereafter acquired.

(15) To enter into with any one or more persons, firms, corporations, countries, states, counties, municipalities or governmental units, departments, divisions, agencies, authorities or instrumentalities (1) any lawful arrangement for sharing profits, union of interest, reciprocal association, or cooperative association, or (2) any general or limited partnership.

(16) To lend money and use its credit to assist its employees.

(17) To pay pensions and establish pension plans, pension trusts, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of its directors, officers and employees.

(18) To be a promoter, incorporator, partner, member, trustee, associate, or manager of any domestic or foreign corporation, partnership, joint venture, trust, or other enterprise.

(19) To conduct its business, carry on its operations and have offices and exercise the powers granted by the Alabama Business Corporation Act, within or without the State of Alabama.

(20) To elect or appoint officers and agents of the Corporation, and define their duties and fix their compensation.

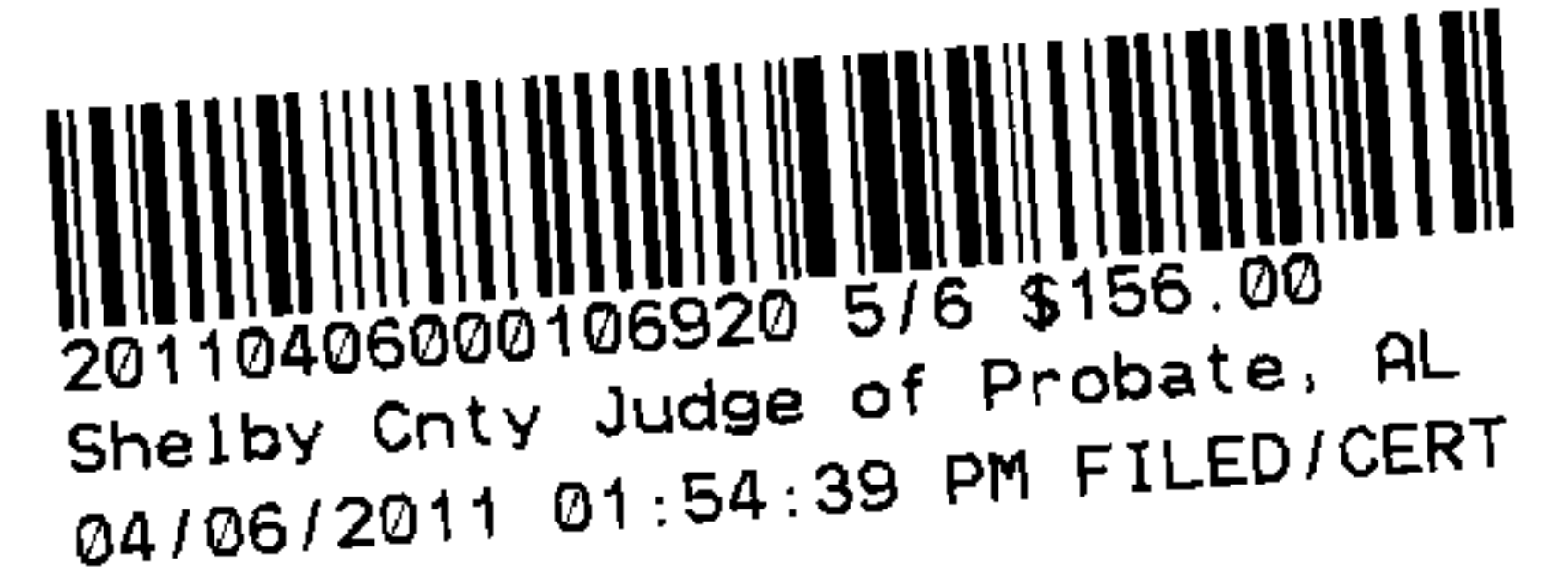
(21) To make and alter Bylaws, not inconsistent with the Articles of Incorporation or with the laws of the State of Alabama, for the administration and regulation of the affairs of the Corporation.

(22) The foregoing clauses may be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumerations of specific powers shall not be held to limit or restrict in any manner the power of the Corporation.

(23) To do any and all things herein set forth, and in addition, such other acts and things as are necessary, or convenient to attainment of the purposes of this Corporation, or any of them, to the same extent as natural persons might or could do in any part of the world, insofar as such are permitted to be done by Corporations organized under the Alabama Business Corporation Act.

(24) In addition to the objects aforesaid, the corporation shall have the power to conduct and carry on any business or activity not prohibited by law, nor required by law to be specifically stated in these Articles.

(25) This Corporation shall have all other rights, powers, authority, and privileges which may be now or hereafter enjoyed by similar corporations under the present and future laws of the State of Alabama.



ARTICLE III

A. The total number of shares of stock which the Corporation shall have authority to issue is Twenty Million (20,000,000) shares of Class A Common Stock and Twenty Million (20,000,000) shares of Class B Common Stock. Class A Shares shall have full voting rights and Class B Shares shall enjoy all the rights and privileges of Class A Shares except for the right to vote.

B. The amount of cash available for dividend distribution shall be determined by the Board of Directors.

C. After the payment of expenses of liquidation and third-party priority debts, if any, of the Corporation, and any other expenses or liabilities required by statute to be paid or provided for, any remaining proceeds of the liquidation of the Corporation shall be distributed pro rata among the holders of the Class A and Class B Common Stock.

D. The affirmative vote of the holders of at least a majority of the Class A Shares of Common Stock is required to approve the following matters submitted to a vote at a meeting of shareholders: (1) any amendment to the Articles of Incorporation; and (2) any amendment to the Bylaws of the Corporation.

ARTICLE IV

No shareholder of the Corporation shall be entitled as a matter of right to subscribe for, purchase, receive or acquire as a preemptive right any shares of stock, or other securities convertible into stock, of the corporation which it may issue, or sell, whether out of the number of shares thereof now or hereafter authorized or out of shares now or hereafter held in its treasury, but all such additional shares of stock or other securities may be issued or disposed of by the Board of Directors to such persons and upon such terms as in its absolute discretion it may deem advisable.

ARTICLE V

The Board of Directors of the Corporation shall initially consist of five members, but that number may be increased or decreased to any number permitted under Alabama law by resolution passed by majority vote of the outstanding shares of the Corporation that have voting rights and that are cast by shareholders entitled to vote at a meeting called for the purpose of considering a change in the number of directors. No reduction in the number of directors shall operate to remove a director from his or her position before the end of his or her term, but nothing in this Article shall operate to restrict the shareholders' rights as provided in the Bylaws or under Alabama law to remove directors independently of any change in the size of the Board of Directors. Directors shall be elected in accordance with the provisions in the Bylaws and shall serve until the next annual meeting of the Corporation or until such director's earlier resignation, removal or death. In voting to elect the Board of Directors, all shareholders are entitled to cumulate their votes for directors, meaning that the shareholders are entitled to multiply the

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number of votes they are entitled to cast by the number of directors for whom they are entitled to vote and cast the product for a single candidate or distribute the product among two or more candidates. Any vacancy on the Board of Directors may only be filled through an election by the holders of the Class A Common Stock as provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned has paced his hand and seal this 24th day of March, 2011

Wayne A. Benson

Wayne A. Benson, President/CEO