

PREPARED BY:

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FAWAL & SPINA

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STATE OF ALABAMA)

SHELBY COUNTY)



20110810000234480 1/4 \$156.00
Shelby Cnty Judge of Probate, AL
08/10/2011 10:15:16 AM FILED/CERT

**ARTICLES OF INCORPORATION
OF
ICM ELECTRIC, INC.**

The undersigned, acting as incorporator of a corporation under the Alabama Business Corporation Act, §10-2B-2.01 and §10-2B-2.02 Code of Alabama, adopts the following Articles of Incorporation:

1. The name of the Corporation is: **ICM ELECTRIC, INC.**
2. The period of its duration is perpetual.
3. The purpose or purposes for which the corporation is organized are the transaction of any and all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act, including, but without limitation, to provide electrical contracting services and other related business.
4. (a) The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares of common stock, par value of One (\$1.00) Dollar per share.

(b) All issued and outstanding shares shall have the same preferences and relative rights, including, without limitation, (i) unlimited voting rights for all purposes at the rate of one (1) vote per share; and (ii) the right to receive the net assets of the corporation upon dissolution.

5. The location and mailing address of the initial registered office of the corporation is **200 Commerce Drive, Pelham, Alabama 35124** and the name of its initial registered agent at such address is **STEPHANIE N. MARCUM**.

6. The number of directors constituting the initial Board of Directors of the corporation is two (2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successor are elected and qualified are as follows:

NAME:

ADDRESS:

STEPHANIE N. MARCUM

**200 Commerce Drive
Pelham, Alabama 35124**

RALPH M. MARCUM

**200 Commerce Drive
Pelham, Alabama 35124**

7. The names and addresses of the incorporators of the corporation are as follows:

NAME:

ADDRESS:

STEPHANIE N. MARCUM

**200 Commerce Drive
Pelham, Alabama 35124**

RALPH M. MARCUM

**200 Commerce Drive
Pelham, Alabama 35124**

8. 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 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.

9. The corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge and transfer or otherwise dispose of its own shares.

10. A Director of the corporation shall have no liability to the corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director except liability for (a) the amount of financial benefit received by the Director to which he or she is not entitled; (b) an intentional infliction of harm on the corporation or shareholders; (c) a violation of §10-2B-8.33 of the Alabama Business Corporation Act; (d) an intentional violation of criminal law; or (e) a breach of the director's duty of loyalty to the corporation or its shareholders.

The undersigned, acting as the incorporator of the corporation named herein in accordance with the Alabama Business Corporation Act, hereby executes these Articles of Incorporation, this 26th day of July, 2011.

INCORPORATORS:


STEPHANIE N. MARCUM


RALPH M. MARCUM



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Beth Chapman
Secretary of State

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P. O. Box 5616
Montgomery, AL 36103-5616

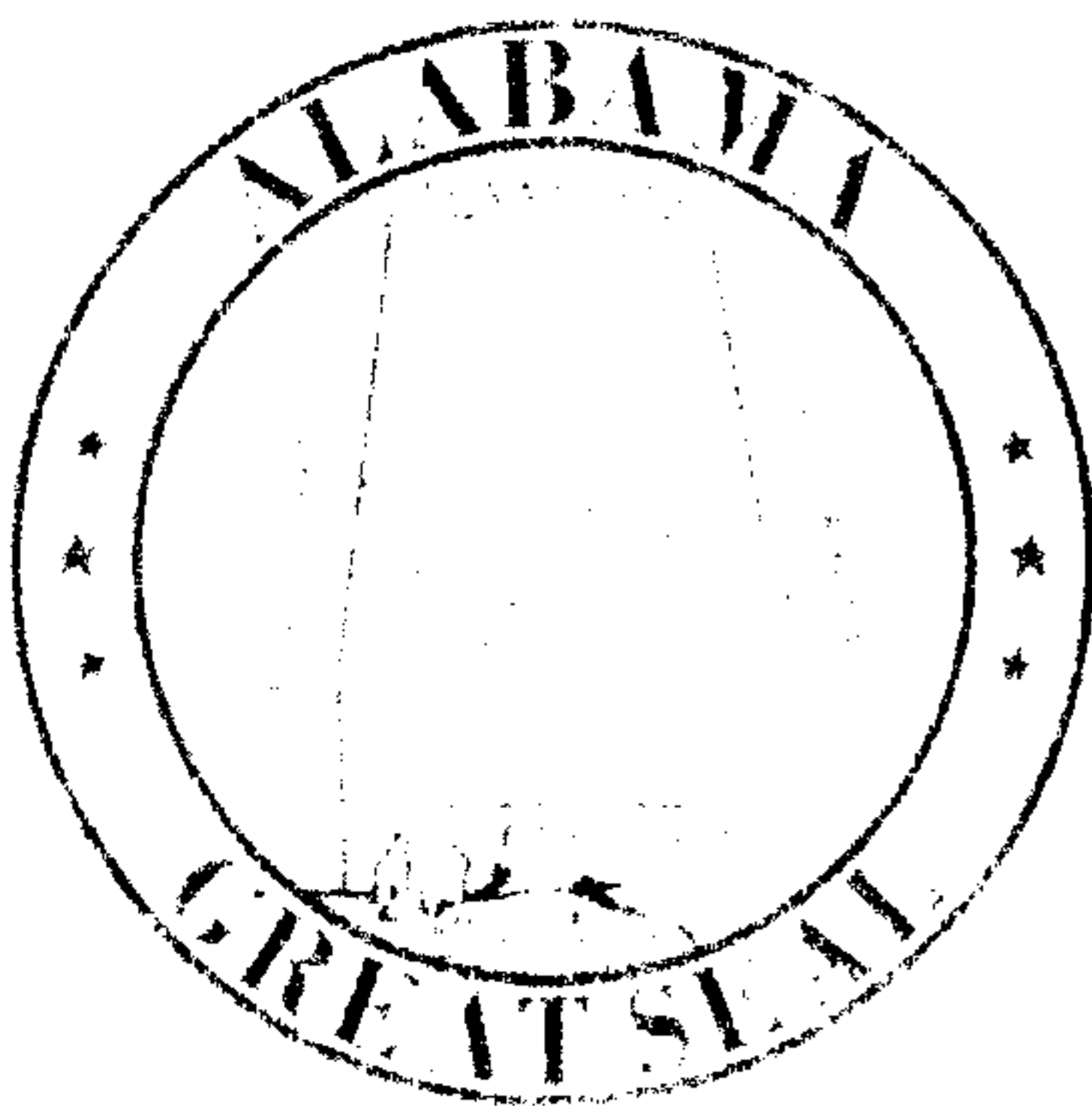
STATE OF ALABAMA

**I, Beth Chapman, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama*
1975, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

ICM Electric, Inc.

This domestic business corporation is proposed to be formed in Alabama and is for
the exclusive use of Joseph A Fawal, 1330 21st Way South, Ste. 200, Birmingham,
AL 35205 for a period of one hundred twenty days beginning August 8, 2011 and
expiring December 6, 2011.



585-275

**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 8, 2011

Date

Beth Chapman

Beth Chapman

Secretary of State