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Shelby Cnty Judge of Probate, AL  
05/15/2012 12:24:56 PM FILED/CERT

**Articles of Incorporation**  
**of**  
**GREYSTONE CONSULTANTS, INC.**

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Do not write above this line. For county and state use.

**ARTICLES OF INCORPORATION**  
**OF**  
**GREYSTONE CONSULTANTS, INC.**

**ARTICLE I**

**Name**

The name of the corporation is Greystone Consultants, Inc.

**ARTICLE II**

**Duration**

The period of its duration is perpetual.

### ARTICLE III

#### **Registered Office and Registered Agent**

The street address of the initial registered office of the corporation is 1076 Greymoor Road, Shoal Creek, Alabama 35242. The initial registered agent at that address is Robert A. McAtee.

### ARTICLE IV

#### **Authorized Shares**

The corporation is authorized to issue 1,000 shares of common capital stock at \$1.00 par value.

### ARTICLE V

#### **Directors**

The number of directors constituting the initial board of directors shall be the same number as the number of persons listed below in this article. The name(s) and address(es) of the person(s) constituting the initial board of directors, who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify, are as follows:

Robert A. McAtee

1076 Greymoor Road

Shoal Creek, Alabama 35242

### ARTICLE VI

#### **Incorporators**

The names and addresses of the incorporator is: Robert A. McAtee whose address is 1076 Greymoor Road, Shoal Creek, Alabama 35242.

## ARTICLE VII

### **Purposes**

The corporation is organized for the following purposes: to provide and furnish management, administrative, and consultative advice and services about safety to industry, businesses, and individuals as those services relate to the production of coal, the extraction thereof, and the acquisition and transfer of coal, other coal products, coal by-products, and waste resulting from the extraction and production of coal, and the transaction of any or all lawful business for which corporations may be incorporated under the Business Corporation Act.

## ARTICLE VIII

### **Denial of Preemptive Rights**

No shareholder of any class shall have any preemptive right to purchase or subscribe for any shares, nor shall any shareholder have any preemptive right to purchase or subscribe for any bonds, debentures, or other securities or obligations that are convertible into or exchangeable with any shares of the Corporation which it may issue, or sell. Nevertheless, any shareholder may have rights of conversion or exchange and rights under options, warrants, or purchase or subscription arrangements expressly granted by the board of directors or shareholders on other terms and conditions fixed or designated by the board of directors or the shareholders.

## ARTICLE IX

### **Internal Affairs**

Provisions for the regulation of internal affairs of the Corporation are as provided for in the By-laws.

## ARTICLE X

### **Liability**

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 (i) the amount of any financial benefit received by the director to which he or she is not entitled; (ii) an intentional infliction of harm on the Corporation or

the shareholders; (iii) a violation of Section 10-2B-8.33 of the Alabama Business Corporation Act, as the same now exists or may hereafter be amended; (iv) an intentional violation of criminal law; or (v) a breach of the Director's duty of loyalty to the Corporation or its shareholders. If the Alabama Business Corporation Act, or any successor statute thereto, is hereafter amended to authorize further elimination or limitation of the liability of a director of a corporation, then the liability of a Director of the Corporation, in addition to the limitations on liability provided herein, shall be limited to the fullest extent permitted by the Alabama Business Corporation Act, as amended, or any successor statute thereto. No amendment to or repeal of this Article Ten shall apply to or have any effect on the liability or alleged liability of any Director of the Corporation for or with respect to any acts or omissions of such Director occurring prior to such amendment or repeal.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation, on this 14 day of May, 2012.

Robert A. McAtee  
Robert A. McAtee

This instrument is prepared by Robert C. Keller,  
whose address is 315 Gadsden Highway, Suite D, Birmingham, AL 35235



Beth Chapman  
Secretary of State

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:

**Greystone Consultants, Inc.**

This domestic business corporation is proposed to be formed in Alabama and is for  
the exclusive use of Robert McAtee, 1076 Greymoor Road, Shoal Creek, AL  
35242 for a period of one hundred twenty days beginning May 9, 2012 and  
expiring September 6, 2012.



603-043

**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.**

May 9, 2012

Date

*Beth Chapman*

Beth Chapman

Secretary of State

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