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Shelby Cnty Judge of Probate, AL  
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**CERTIFICATE OF INCORPORATION**  
**OF**  
**ALABAMA EQUIPMENT INCORPORATED**

Pursuant to Section 10A-2-1, Code of Alabama (1975) *et seq.*, the undersigned hereby adopts the following Articles of Incorporation:

**ARTICLE I - NAME**

The Name of the Corporation shall be **Alabama Equipment Incorporated** (the "Company").

**ARTICLE II - DURATION**

The period of duration of the Company shall be perpetual, unless it is dissolved and its affairs wound up in accordance with the Alabama Business and Nonprofit Entities Code, Section 10A-2-1, Code of Alabama (1975) *et seq.*, the ("Act").

**ARTICLE III - PURPOSES**

The Company has been organized to engage in the business of providing HVAC equipment, services related to that equipment, and any other lawful business the Board of Directors shall reasonably decide to pursue. The Company shall have all powers permitted by the Act, as amended from time to time.

**ARTICLE IV - REGISTERED AGENT/OFFICER**

The location and street address of the initial registered office shall be 50 Commerce Drive Pelham, Al. 35124, and its registered agent at such address shall be Robert J. Reuse.

**ARTICLE V - INCORPORATOR**

The name and address of the incorporator is as follows:

Robert J. Reuse  
2100 Christina Cove  
Hoover, Alabama 35244

## **ARTICLE VI – AUTHORITY TO ISSUE SHARES**

The Company is authorized to issue up to 1,000 shares of stock with the par value to be \$0.0001 per share. Each share carries with it full voting rights as outlined in the Company's Bylaws.

## **ARTICLE VII - INITIAL STOCKHOLDERS**

The names and addresses of the Initial Stockholders are as follows:

Robert J. Reuse  
2100 Christina Cove  
Hoover, Alabama 35244

Roger E. Reuse  
6088 Brookhill Circle  
Birmingham, Alabama 35242

Charles M. Reuse  
8475 Highway 180  
Gulf Shores, Alabama 36542

James S. Nietfeld  
4012 Oak Meadows Cove  
Birmingham, Alabama 35242

Dan R. Singleton  
22862 US Highway 331  
Lapine, Alabama 36046

Jack D. Ogles  
373 Heritage Drive  
Hoover, Alabama 35216

John E. Knott  
2110 Lee Road  
137 Lt 3  
Auburn, Alabama 36832

Moses D. Williams  
5709 Oaks of St. Clair Circle  
Moody, Alabama 35004



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## **ARTICLE VIII - DIRECTORS**

The Company is to be managed by a Board of Directors. The following person is the Director who is to serve until the first annual meeting of Stockholders or until his successor is elected and qualified:

Robert J. Reuse

The Initial Stockholders shall have the right and ability to admit additional Stockholders under such terms and conditions as the Members shall provide in the company Bylaws. Initial Stockholders shall also have the right and ability to admit additional Directors under such terms and conditions as the Members shall provide in the company Bylaws. Upon dissociation from the Company, the remaining Stockholders of the Company, upon unanimous vote, shall have the right and ability to continue in the purposes of the Company on such terms as may be provided by agreement of the Company.

## **ARTICLE IX – DIRECTOR LIABILITY**

No director shall be personally liable to the Company or its Stockholders for monetary damages for any breach of fiduciary duty by such director as a director. Notwithstanding the foregoing sentence, a director shall be liable to the extent provided by applicable law, (i) for breach of the director's duty of loyalty to the Company or its stockholders, or (ii) for acts or omissions which involve intentional misconduct or a knowing violation of law. No amendment to or repeal of this Article Nine shall apply to or have any effect on the liability or alleged liability of any director of the Company for or with respect to any acts or omissions of such director occurring prior to such amendment.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization, on this, the 1<sup>st</sup> day of January, 2015.



Robert J. Reuse, Incorporator, Stockholder,  
and initial Director

This document prepared by:

CHRISTIAN & SMALL LLP  
505 20th St. North, Suite 1800  
Birmingham, Alabama 35203  
Phone: (205) 795-6588



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Jim Bennett  
Secretary of State

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

# STATE OF ALABAMA

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

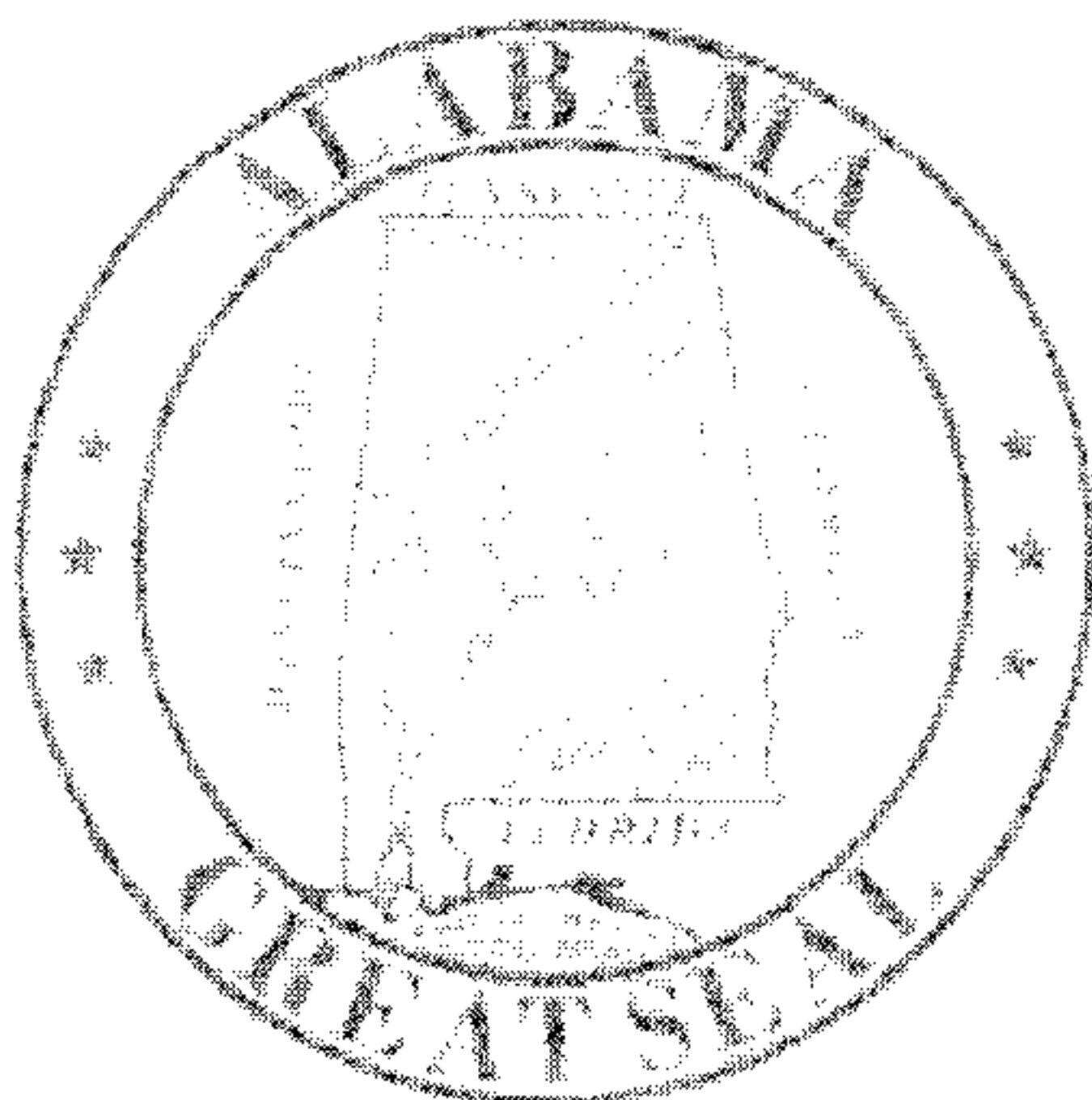
pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama  
1975, and upon an examination of the entity records on file in this office, the  
following entity name is reserved as available:

**Alabama Equipment Incorporated**

This name reservation is for the exclusive use of Alabama Controls Inc, 50  
Commerce Drive, Pelham, AL 35124 for a period of one year beginning October  
24, 2014 and expiring October 24, 2015



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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.**

October 24, 2014

Date

**Jim Bennett**

**Secretary of State**