

64247

# COMMONWEALTH OF KENTUCKY



SARA W. MAHAN,  
SECRETARY OF STATE

OFFICE OF THE SECRETARY OF STATE  
CORPORATION DEPARTMENT

FRANKFORT, KY. March 26th 1934.

Statement required by Section 571, Kentucky Statutes, designating D W Hanger. an agent.

Richmond, Ky.

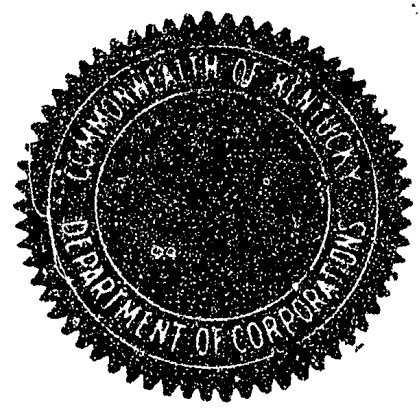
upon whom process may be served for the

Mason & Hanger Company.

a foreign Corporation (Corporation of West Virginia.)

has been received and filed in this office and said Corporation is now authorized to transact business in this State.

Very Respectfully,



*Sara W. Mahan*  
Secretary of State

By

*W. Roberts*  
Chief Clerk, Corporation Department.

# STATEMENT OF CORPORATION

(To be filed in the office of the Secretary of State before doing business in this State.)

With Home Office at RICHMOND, KY.

To the SECRETARY OF STATE,  
FRANKFORT, KY.

SIR: Notice is hereby given that the place of business for the

MASON & HANGER COMPANY

(Name of Corporation)

a corporation of the State of WEST VIRGINIA

in Kentucky ~~is~~ RICHMOND, KENTUCKY

and that W. A. HANGER of RICHMOND, Ky.

\_\_\_\_\_ of \_\_\_\_\_, Ky.

\_\_\_\_\_ of \_\_\_\_\_, Ky.

~~is~~ our agent . . . thereat, upon whom process may be served in any suit that may be brought against our Company within the State of Kentucky.

Done at RICHMOND, KY. this 12th day of MARCH, 1934.

\_\_\_\_\_, President.

J. M. Yates, Secretary.

This statement may be signed by the President or Secretary  
J. M. Yates

FILL IN AND RETURN TO SECRETARY OF STATE WITH \$1.00 RECORDING FEE

Has this corporation had a former agent? Yes or No. YES

PRINT OR TYPE NAMES UNDER SIGNATURE ABOVE.

STATE OF ALABAMA  
DEPARTMENT OF REVENUE

1987 JUN 29 PM 3:55

RECEIVED & PAYMENT MADE  
\* NO TAX HAS BEEN  
PAID ON THIS INSTRUMENT

*[Signature]*  
JUDGE OF PROBATE

THIS INSTRUMENT PREPARED BY:

Jennifer M. Young  
Balch & Bingham  
Post Office Box 306  
Birmingham, Alabama 35201  
(205) 251-8100

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ARTICLES OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
BRASFIELD & GORRIE, INC.

---

RECEIVED  
JUL - 2 1987  
SECRETARY  
OF STATE

Pursuant to, and with the effect provided in, Sections 10-2A-111 through 10-2A-113 of the Code of Alabama, 1975, as amended (the "Code"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is "BRASFIELD & GORRIE, INC." (the "Corporation").

SECOND: The following amendments to the Corporation's Articles of Incorporation were adopted in the manner provided by the Code by unanimous written consent of the Corporation's directors and shareholders, on June 26, 1987:

Article IV of the Corporation's Articles of Incorporation is amended to read in its entirety as follows:

ARTICLE IV

CAPITAL STOCK

The total number of shares of all classes of capital stock ("Capital Stock") which the Corporation shall have the authority to issue is 10,000, consisting of the following classes:

(1) 5,000 shares of Voting Common Stock, \$1.00 par value per share ("Voting Common Stock");

(2) 5,000 shares of Non-Voting Common Stock, \$1.00 par value per share ("Non-Voting Common Stock").

Only the holders of Voting Stock shall have voting rights of stockholders. Holders of Non-Voting Common Stock shall not have voting rights of shareholders, except as otherwise required by statute. In all other respects each share of Non-Voting Common stock shall be identical to each share of Voting Common Stock.

THIRD: The Corporation had 1,000 shares of \$1.00 par value capital stock issued and outstanding at the time of the adoption of these amendments, all of which shares are common

stock, all of which were entitled to vote as a class, of which 1,000 shares voted to approve, no shares voted against and no shares abstained from voting on the foregoing amendments.

IN WITNESS WHEREOF, we, M. Miller Gorrie and Imogene Powell, the undersigned President and Secretary, respectively, of Brasfield & Gorrie, Inc., do hereby make and file these Articles of Amendment for and on behalf of said corporation, and do hereunto set our hands and the seal of said corporation, this 26 day of June, 1987.

BRASFIELD & GORRIE, INC.

By: M. Miller Gorrie  
M. Miller Gorrie, President

[CORPORATE SEAL]

By: Imogene Powell  
Imogene Powell, Secretary

STATE OF ALABAMA        )  
COUNTY OF JEFFERSON    )

I, the undersigned notary public, in and for said county and state, do hereby certify that on this 26th day of June, 1987, personally appeared before me M. Miller Gorrie and Imogene Powell, who being first duly sworn, declared that they are the President and the Secretary of Brasfield & Gorrie, Inc., respectively, and that, being informed of the contents, they voluntarily executed the foregoing instrument in said capacities, as the act and deed of the Corporation, that the seal affixed hereto is the Corporation's seal, and that the statements made in the foregoing instrument are true.

WITNESS my hand and official seal on the date aforesaid.

Susan L. Peters  
Notary Public

MY COMMISSION EXPIRES:

5/15/89

NOTARIAL SEAL

RECEIVED

BALCH & BINGHAM

ATTORNEYS AND COUNSELORS

POST OFFICE BOX 308

BIRMINGHAM, ALABAMA 35201

(205) 251-8100

JUL 31 1987

OFFICE OF THE SECRETARY OF STATE  
COMMUNITY HEALTH CENTER  
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KIM BINGHAM  
WALTER A. BAKER  
M. IRVING NATHAN  
FRANK M. HARTSHORN  
MARK D. WILLIAMS  
MAURY O. SMITH  
WILLIAM J. COFFE  
ROBERT M. COLLINS  
JAMES A. MCINTOSH JR.  
LARRY J. COTWELL  
ARLEY PORTER JR.  
JOHN B. BOWMAN  
THOMAS W. THAGARD JR.  
CHARLES M. LINDO  
STERLING O. CULPEPPER JR.  
EDWARD R. ALLEN  
WARREN H. ECKSTEIN  
ROBERT A. BUSTINER  
JAMES O. SPENCER JR.  
J. HAMPTON BULLOCH  
C. WILLIAM T. RIVERS III  
MICHAEL J. EDWARDS  
MARCIAL TIMBERLAKE  
WALTER M. DEALE JR.  
ROBERT O. MUNDY  
JAMES F. HUGHES JR.  
B. SABIN BALCH JR.  
JOHN P. BOST JR.  
B. ALLEN BAKER JR.  
J. FORSTER CLARK  
STANLEY M. BRICK  
RANDOLPH H. ANKER  
DAVID R. BOYD  
JOHN TH. HARTY AMERICAN  
WILLIAM F. BEAVER JR.

T. DWIGHT BROWN  
R. BEVILLE DAVIS  
JAMES H. MOYER III  
WILLIAM H. BATTLEFIELD  
RALPH H. MATHIAS III  
STEVEN D. MARSHNEY  
STEVEN P. CASEY  
MATTIE M. P. CANNON HALL  
WILLIAM L. FEATHAM  
JAMES A. BRADFIELD  
DAVE H. MCINTOSH  
EDWARD D. PARKER II  
WILLIAM D. COBB II  
ALAN T. DENNIS  
WILLIAM S. WRIGHT  
JOHN J. COLEMAN III  
PATRICIA H. LUCAS  
JOHN T. HANDT  
ROBERT L. SHIELDS III  
M. STANFORD BLANTON  
KEITH R. HURMAN  
T. FRED MILLER  
J. THOMAS EDWARDS III  
SUSAN B. BEVILL  
PAUL A. BRANTLEY  
PATRICIA A. RIDGE  
JONATHAN S. HARBUCK  
DAVID G. NESSE  
TIMOTHY J. FRAY  
VIRGINIA S. BOLIE  
LARRY O. BRAME  
W. JOSEPH MCCORKLE, JR.  
KARI H. BROWN  
MARTHA P. PETHY  
JENNIFER M. COYNE

July 29, 1987

OTHER OFFICES:

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MONTGOMERY, ALABAMA 36101  
TELEPHONE (205) 834-6500  
TELECOPIER (205) 269-0188

Secretary of State  
Corporate Division  
Frankfort, Kentucky 40601-3493

Dear Sir or Madam:

Enclosed please find the following items:

1. A Certified Copy of Articles of Amendment to the Articles of Incorporation of Brasfield & Gorrie, Inc.; and
2. Check #26485 in the amount of \$20.00 for filing fees.

If you are in need of any other information or have any questions regarding this matter, please do not hesitate to give me a call.

Sincerely,

*Wendy K. McDowell*

Wendy K. McDowell  
Legal Assistant

cc: Jennifer M. Young