



COMMONWEALTH OF KENTUCKY
OFFICE OF SECRETARY OF STATE
FRANKFORT 40601

79412 ✓

DREXELL R. DAVIS
SECRETARY OF STATE

SECRETARY OF STATE (502) 564 3490

CORPORATE FINANCE (502) 564 2848

CLINTON H. NEWMAN II
ASSISTANT SECRETARY OF STATE

CORPORATION RECORDS (502) 564 7330

JULY 31, 1987

WENDY K. MCDOWELL
BALCH & BINGHAM
P.O. BOX 306
BIRMINGHAM, ALABAMA 35201

RE: BRASFIELD & CORRIE, INC.

Dear Sir:

Receipt and filing of the following is hereby acknowledged.

- 1. () Articles of Amendment WERE FILED IN KENTUCKY ON JULY 31, 1987.
- 2. () Restated Articles of Incorporation
- 3. () Articles of Merger

485644

- 4. () Other

If we may be of further assistance to you, please do not hesitate to call us.

Sincerely yours,

Drexell R. Davis
Secretary of State



ORIGINAL COPY
FILED
SECRETARY OF STATE OF KENTUCKY
MONTGOMERY, KENTUCKY

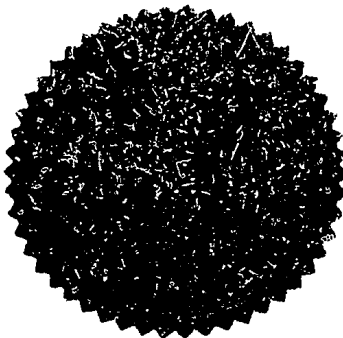
JUL 31 1987

*Not sep.
Drap. & Wain*

11-17-77 01-1987

STATE OF ALABAMA

I, Glen Browder, Secretary of State, of the State of Alabama, do hereby certify that, as appears on file and of record in this office, the pages hereto attached, contain a true, accurate and literal copy of Articles of Amendment to the Articles of Incorporation of Brasfield & Gorrie, Inc. *per* as received and filed in the office of the Secretary of State of Alabama on July 2, 1987, showing the date of amendment as June 29, 1987, the date said instrument was filed in the office of the Judge of Probate of Jefferson County.



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

July 28, 1987

Date

Glen Browder

Glen Browder

Secretary of State

STATE OF ALABAMA
RECORDS & COURTS DIVISION
MONTGOMERY, ALABAMA

1987 JUN 29 PM 3:55

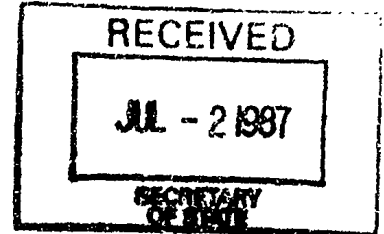
RECORDED & INDEXED
PROPERTY TAX HAS BEEN
PAID ON THIS INSTRUMENT

O. B. ...
JUDGE OF PROBATE

THIS INSTRUMENT PREPARED BY:

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

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



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 herunto 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

JUL 31 1987

ATTORNEYS AND COUNSELORS

POST OFFICE BOX 308

BIRMINGHAM, ALABAMA 35201

(205) 251-8100

OFFICE OF THE SECRETARY OF STATE
COMMUNWEALTH OFFICE

100 CENTER
100 CENTER 10TH STREET
BIRMINGHAM, ALABAMA 35203
TELEPHONE (205) 251-8100
TELECOPIER (205) 252-1074

July 29, 1987

OTHER OFFICES:

400 NORTH 18TH STREET
BIRMINGHAM, ALABAMA 35201
TELEPHONE (205) 251-8100
TELECOPIER (205) 252-0420

THE WINTER BUILDING
7 CENTER AVENUE
POST OFFICE BOX 74
MONTGOMERY, ALABAMA 36101
TELEPHONE (205) 834-6500
TELECOPIER (205) 252-0188

A. J. BARNETT
C. W. BARNETT
D. W. BARNETT
E. W. BARNETT
F. W. BARNETT
G. W. BARNETT
H. W. BARNETT
I. W. BARNETT
J. W. BARNETT
K. W. BARNETT
L. W. BARNETT
M. W. BARNETT
N. W. BARNETT
O. W. BARNETT
P. W. BARNETT
Q. W. BARNETT
R. W. BARNETT
S. W. BARNETT
T. W. BARNETT
U. W. BARNETT
V. W. BARNETT
W. W. BARNETT
X. W. BARNETT
Y. W. BARNETT
Z. W. BARNETT

T. W. BARNETT
U. W. BARNETT
V. W. BARNETT
W. W. BARNETT
X. W. BARNETT
Y. W. BARNETT
Z. W. BARNETT
A. W. BARNETT
B. W. BARNETT
C. W. BARNETT
D. W. BARNETT
E. W. BARNETT
F. W. BARNETT
G. W. BARNETT
H. W. BARNETT
I. W. BARNETT
J. W. BARNETT
K. W. BARNETT
L. W. BARNETT
M. W. BARNETT
N. W. BARNETT
O. W. BARNETT
P. W. BARNETT
Q. W. BARNETT
R. W. BARNETT
S. W. BARNETT
T. W. BARNETT
U. W. BARNETT
V. W. BARNETT
W. W. BARNETT
X. W. BARNETT
Y. W. BARNETT
Z. W. BARNETT

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