

62367

Commonwealth of Kentucky

OFFICE OF
SECRETARY OF STATE

THELMA L. STOVALL
Secretary



FRANKFORT,
KENTUCKY

CERTIFICATE OF AUTHORITY OF

GUNITE CONTRACTING COMPANY, INC.

I, THELMA L. STOVALL, Secretary of State of the Commonwealth of Kentucky, do hereby certify that duplicate originals of an application of

GUNITE CONTRACTING COMPANY, INC., FLORENCE, ALABAMA 35630

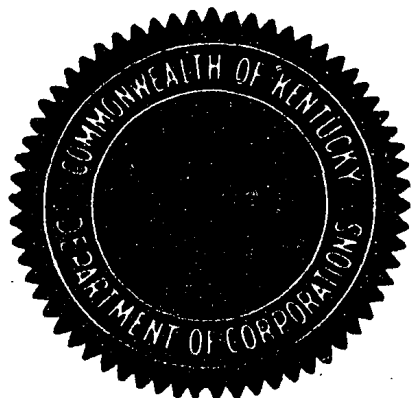
for a Certificate of Authority to transact business in this Commonwealth, duly signed and verified pursuant to the Provisions of Kentucky Revised Statutes 271A have been received in this office and comply to said statutes.

Accordingly, as Secretary of State, and by virtue of the authority vested in me by law, I do hereby issue this Certificate of Authority to

GUNITE CONTRACTING COMPANY, INC.

to transact business in this Commonwealth under the name of

GUNITE CONTRACTING COMPANY, INC.



SECRETARY OF STATE

Witness my official signature and seal of office this 23RD
day of JUNE, 19 75 at Frankfort, Kentucky.

Thelma L. Stovall

SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

Commonwealth of Kentucky

OFFICE OF
SECRETARY OF STATE



FRANKFORT,
KENTUCKY

ORIGINAL COPY FILED
THELMA L. STOVALL
Secretary

SECRETARY OF STATE OF KENTUCKY
FRANKFORT, KENTUCKY

REC'D 4/18/75
CR 55
S-21743

JUN 23 1975

APPLICATION FOR CERTIFICATE OF AUTHORITY

Thelma L. Stovall
SECRETARY OF STATE

Pursuant to the provisions of Chapter 271A of the Kentucky Revised Statutes, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the state of Kentucky and for that purpose submits the following statement:

- First: Name of Corporation GUNITE CONTRACTING COMPANY, INC.
- Second: The name to be used in the state of Kentucky Gunite Contracting Company, Inc.
- Third: State or country of incorporation Lauderdale County, Alabama
- Fourth: Date of incorporation August 30, 1966, amended April 25, 1973
and duration of incorporation perpetual
- Fifth: Address of principal office in the state or country of incorporation 4502 Huntsville Rd.,
Florence, Alabama 35630
- Sixth: Address of proposed registered office in Kentucky Post Office Box 21, Jamestown, Kentucky, 42629
and name of registered agent in Kentucky at the same address Robert L. Burtram
- Seventh: The purpose or purposes which said corporation intends to transact business in the state of Kentucky
Gunite Contracting, general construction and contract-
ing work involving the use of gunite, and other
general construction work and labor.
- Eighth: The names and addresses of all the corporate directors and officers are as follows. Attach separate sheet if more space is needed.

NAME	OFFICE	ADDRESS
<u>James E. Threet</u>	<u>President</u>	<u>Florence, AL</u>
<u>Gary Humble</u>	<u>Vice President</u>	<u>Florence, AL</u>
<u>Joyce Threet</u>	<u>Secretary-Treasurer</u>	<u>Florence, AL</u>

ARTICLE A

subscriptions to the capital stock of Gunite Contracting Company,
to be organized under the laws of the State
of Alabama.

Authorized capital stock fixed at One Thousand Dollars (\$1,000.00)
divided into 1,000 shares of the par value of One Dollar (\$1.00) per share,
to be paid in capital stock of One Thousand Dollars (\$1,000.00), consisting
of 1,000 shares of the par value of One Dollar (\$1.00) each.

We the undersigned, hereby respectively subscribe for the number
of shares set opposite our respective names of the capital stock of Gunite
Contracting Company, Inc., a corporation proposed to be organized under
the laws of the State of Alabama, all subscriptions to be paid in cash:

<u>SUBSCRIBER</u>	<u>SHARES SUBSCRIBED</u>	<u>PAR VALUE SUBSCRIBED</u>
<u>B. F. Aldridge, Jr.</u>	500	\$500.00
<u>James E. Threest</u>	499	\$499.00
<u>Virginia L. Aldridge</u>	1	\$1.00

STATE OF ALABAMA, LAUDERDALE COUNTY

I hereby certify that the foregoing instrument was filed in my office for record on Aug 30 1964
at 11:00 o'clock AM and duly recorded in Vol. 11 Page 1-6. I hereby certify that the Mississippi
Tax to amount of \$_____ and the local tax amount of \$ 5.00 have been paid on this instrument.

Edw R. Bryant
JUDGE OF RECORD

VIII

The officers of the corporation shall consist of a President, a Vice President and a Secretary-Treasurer. It is specifically intended that the office of the Secretary-Treasurer may be filled by persons occupying another office of said corporation.

The names and post office addresses of the officers of the corporation chosen for the first year are as follows:

- B. F. Aldridge, Jr. Florence, Alabama President
- Virginia I. Aldridge Florence, Alabama Vice President
- James E. Threest Florence, Alabama Secretary-Treasurer

IX

The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hands and affixed their seals, on this the 30 day of August, 1966.

B. F. Aldridge, Jr. (SEAL)
B. F. Aldridge, Jr.

Virginia I. Aldridge (SEAL)
Virginia I. Aldridge

James E. Threest (SEAL)
James E. Threest

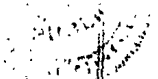
STATE OF ALABAMA 0

LAUDERDALE COUNTY 0

I, Arnell L. Lick, a Notary Public in and for the State and County aforesaid, do hereby certify that the following named incorporators, B. F. Aldridge, Jr., Virginia I. Aldridge and James E. Threest, appeared before me on the 30 day of August, 1966, and on oath, state that the matters contained in said certificate are true.

Witness my hand and official seal, this the 30 day of August, 1966.

Arnell L. Lick
Notary Public



(c) To act as agent, factor or broker,

(d) To carry on the business of contracting, business and related work, to do all types of concrete restoration, sewer repairs, tunnel linings, fireproofing, concrete refractory work, to carry on the business of manufacturing, sale, use or dealing in concrete products and related products, and to carry on all other businesses incidental thereto or connected therewith,

(e) To subscribe for, buy, sell and own stock, notes or bonds of any other corporation,

(f) To borrow money and, for the purpose of carrying on the business aforesaid, to lease, buy, sell, convey, rent and mortgage or pledge both real and personal property as the same shall be necessary or incidental to do all things that may be necessary or incidental to the carrying on of said business,

(g) To do all and everything necessary, suitable, convenient or proper for the accomplishment of any one or all of the business herein enumerated or incidental thereto, in which, at any time may appear proper, expedient or beneficial to this corporation,

(h) To have and exercise any and all of the powers which are now or may hereafter be conferred by law upon business corporations by the Constitution and laws of the State of Alabama.

III

The location of the principal office of said corporation in the State of Alabama shall be in the City of Florence, Lauderdale County, Alabama, but said corporation shall have the power and authority to have offices in and transact business in any other place in the State of Alabama and in any other State or territory of the United States.

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

We, the undersigned, James E. Threet and Joyce Threet, respectively the President and Secretary and Treasurer of Gunite Contracting Company, Inc., a corporation, do hereby certify that at a special meeting of stockholders of said corporation, for that expressly stated purpose, duly called and held in the City of Florence, Alabama, on the 25th day of April, 1973, at 1:00 p.m., at which meeting eight hundred (800) shares out of a total of one thousand (1,000) shares of the capital stock of said corporation, issued and outstanding, were represented in person or by proxy, resolutions as hereinafter set forth were adopted by a majority vote of said issued and outstanding stock:

RESOLVED, that Articles VI and VIII of the Certificate of Incorporation of Gunite Contracting Company, Inc. be and the same are hereby amended to read as follows:

"ARTICLE VI. The names and post office addresses of the incorporators and the number of shares subscribed for by each, at the time of said incorporation, are as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>SHARES SUBSCRIBED</u>
B. F. Aldridge, Jr.	Florence, Alabama	500 shares common
James E. Threet	Florence, Alabama	499 shares common
Virginia I. Aldridge	Florence, Alabama	1 share common

The total amount of capital stock in this corporation shall be \$10,000.00 and shall be paid in in such manner and at such times as shall be ordered by the Board of Directors of this Corporation.

The number of shares of the capital stock of this Corporation shall be 10,000 shares and the amount of each share shall be \$1.00."

RESOLVED, Further, that the President and Secretary of this Corporation be and they are authorized and directed to make execute, and acknowledge a certificate under the corporate seal of this company, embracing the foregoing resolutions, and cause such certificate to be filed, recorded, and published at the Probate Court of Lauderdale County, Alabama, in the manner required by law.

And we do further certify that the said resolutions and Articles of Incorporation so amended, were at a meeting of the Board of Directors held on the 25th day of April, 1973, and a majority of all the members of said Board were present and fully adopted, ratified, and confirmed.

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

We, the undersigned, James E. Threet and Joyce Threet, respectively the President and Secretary and Treasurer of Gunite Contracting Company, Inc., a corporation, do hereby certify that at a special meeting of stockholders of said corporation, for that expressly stated purpose, duly called and held in the City of Florence, Alabama, on the 25th day of April, 1973, at 1:00 p.m., at which meeting eight hundred (800) shares out of a total of one thousand (1,000) shares of the capital stock of said corporation, issued and outstanding, were represented in person or by proxy, resolutions as hereinafter set forth were adopted by a majority vote of said issued and outstanding stock:

RESOLVED, that Articles VI and VIII of the Certificate of Incorporation of Gunite Contracting Company, Inc. be and the same are hereby amended to read as follows:

"ARTICLE VI. The names and post office addresses of the incorporators and the number of shares subscribed for by each, at the time of said incorporation, are as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>SHARES SUBSCRIBED</u>
B. F. Aldridge, Jr.	Florence, Alabama	500 shares common
James E. Threet	Florence, Alabama	499 shares common
Virginia I. Aldridge	Florence, Alabama	1 share common

The total amount of capital stock in this corporation shall be \$10,000.00 and shall be paid in in such manner and at such times as shall be ordered by the Board of Directors of this Corporation.

The number of shares of the capital stock of this Corporation shall be 10,000 shares and the amount of each share shall be \$1.00."

RESOLVED, Further, that the President and Secretary of this Corporation be and they are authorized and directed to make, execute, and acknowledge a certificate under the corporate seal of this company, embracing the foregoing resolutions, and cause such certificate to be filed, recorded, and published at the Probate Court of Lauderdale County, Alabama, in the manner required by law.

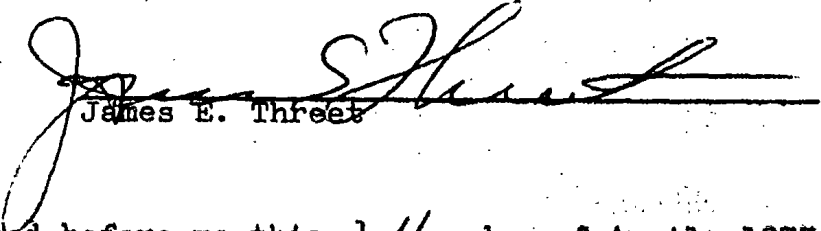
And we do further certify that the said resolutions and said Articles of Incorporation so amended, were at a meeting of the Board of Directors held on the 25th day of April, 1973, at which a majority of all the members of said Board were present and voted, fully adopted, ratified, and confirmed.

THE STATE OF ALABAMA |
COUNTY OF LAUDERDALE |

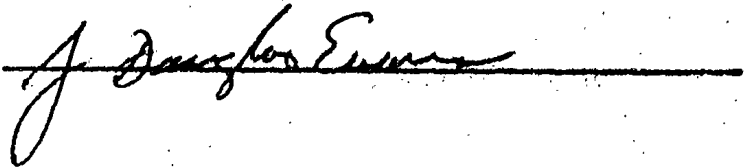
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Before me, the undersigned authority, this day personally appeared James E. Threet, who being duly sworn on oath, says that he is the person named by the incorporators of Gunite Contracting Company, Inc., to receive subscriptions to the capital stock of said corporation and that

Ten Thousand (10,000) shares of capital stock have been subscribed for and payment therefor has been made in cash. A copy of the subscription list is attached hereto and made a part hereof as Exhibit "A".


James E. Threet

Sworn to and subscribed before me this 24 day of April, 1973.



APPROVED BY STATE

NOTARY PUBLIC

NOTARY