

02/17/2009 14:16 MARLOWE_MCNABB & STAYTON

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Division of Corporations

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
AJAX BUILDING CORPORATION**

THE UNDERSIGNED, as the duly elected directors of AJAX BUILDING CORPORATION, under and by virtue of the laws of the State of Florida, hereby certify that the following Amended and Restated Articles of Incorporation were adopted on the 23rd day of July, 2007, by the unanimous vote of all of the stockholders of the Corporation, which is sufficient under Chapter 607, Florida Statutes.

ARTICLE I

The name of the Corporation shall be AJAX BUILDING CORPORATION, and its present principal place of business is 1080 Commerce Boulevard, in the City of Midway, County of Gadsden, State of Florida.

ARTICLE II

The general nature of the business to be transacted by this Corporation shall be any business or purpose which is lawful under the laws of the State of Florida.

ARTICLE III

The Corporation has appointed William P. Byrne to serve as registered agent of the Corporation. The address of the registered agent shall be 1080 Commerce Boulevard, Midway, FL 32343.

ARTICLE IV

The Corporation shall have perpetual existence.

ARTICLE V

The authorized capital stock of this Corporation shall consist of one hundred thousand (100,000) share of voting common stock, having a par value of 50/100 Dollars (\$0.50) per share.

ARTICLE VI

The number of directors elected to the Corporation's Board of Directors shall be not less than one (1) nor more than seven (7). However, the number of directors may be increased or decreased from time to time by the Board of Directors of the Corporation, or by the stockholders at an annual or special meeting thereof. The names and addresses of the current Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
William P. Byrne	1080 Commerce Boulevard Midway, FL 32343
John B. Smith II	1080 Commerce Boulevard Midway, FL 32343
Kenneth Lindlau	1080 Commerce Boulevard Midway, FL 32343
Douglas C. Smith	1080 Commerce Boulevard Midway, FL 32343

ARTICLE VII

Each stockholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the par value thereof, a pro rata portion of:

(1) Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by these Articles of Incorporation as filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash, services rendered, personal property, or real property or leases thereof; or

(2) Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

ARTICLE VIII

The officers of the Corporation shall be a president, vice president, secretary and a treasurer, and such other officers or agents as may be appointed by the Board of Directors. All officers, agents or employees as may be necessary shall be chosen in such a manner and for such time, and shall have such duties as may be described by the By-Laws of the Corporation or as determined by the Board of Directors. The names of the current officers are as follows:

President	William P. Byrne
Vice President	John B. Smith II
Secretary/Treasurer	Kenneth Lindlau

ARTICLE IX

The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he is or was a director, officer, employee, or agent of the Corporation, or is, or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees, judgments, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with such action, suit or proceeding, including appeals, unless he acted with gross negligence or willful misconduct. Determination of any action, suit or proceeding by judgment, order, settlement or conviction shall not create a presumption that the person acted with gross negligence or willful misconduct. The determination of whether a person acted within the standard of conduct described above shall be made in one of the following matters:

- (a) A majority vote of a quorum of directors who were not parties to the action, suit, or proceeding; or
- (b) If a majority of the disinterested directors so requests, by independent legal counsel in a written opinion; or
- (c) If a majority of the disinterested directors so requests, by a qualified independent arbitrator.


Success on the merits in defense of any action, suit or proceeding shall be determinative that the person acted within the necessary standard of conduct and no further determination shall be necessary.

Expenses, including attorneys' fees, incurred in defendant a civil or criminal action, suit, or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, upon a preliminary determination by the disinterested board members that the person did not act with gross negligence or willful misconduct, upon receipt of an undertaking by such person to repay such amount upon any ultimate determination that he or she acted with gross negligence or willful misconduct.

Indemnification as provided hereunder shall continue as to any person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of his or her heirs, executors, administrators, and assigns.

The Corporation shall the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the Corporation, or is, or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of the status as such, whether or not the Corporation has the power to indemnify such person against such liability under the provisions of this Article.

IN WITNESS WHEREOF, the undersigned directors have executed these Amended and Restated Articles of Incorporation, this 23rd day of July, 2007.



WILLIAM P. BYRNE, President