



to - Anna Caldwell, Suite 52, 1001 S. Marshall St,
W-S, NC 27101

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STATE OF NORTH CAROLINA



Department of The
Secretary of State

To all whom these presents shall come, Greeting:

I, Rufus L. Edmisten *Secretary of State of the State
of North Carolina, do hereby certify the following and
hereto attached (2 sheets) to be a true copy of*

ARTICLES OF INCORPORATION

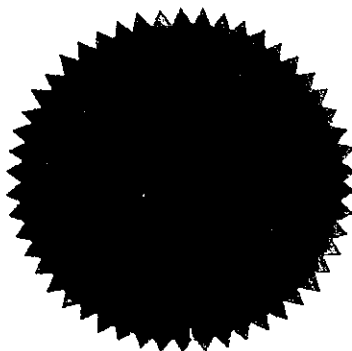
OF

R & I INDUSTRIES, INC.

*and the probates thereon, the original of which was filed
in this office on the 17th day of January 1989 ,
after having been found to conform to law.*

**In Witness Whereof, I have hereunto set my hand
and affixed my official seal.**

**Done in Office, at Raleigh, this 17th day
of January in the year of our Lord 1989 .**



Rufus L. Edmisten

Secretary of State

ARTICLES OF INCORPORATION
OF
R & I INDUSTRIES, INC.

The undersigned, being of the age of eighteen years or more, does hereby make and acknowledge these Articles of Incorporation for the purpose of forming a business corporation under and by virtue of the laws of the State of North Carolina:

- DOCUMENT #4440001
DATE 01/17/87 TIME 13:07
FILED
CLERK, DIVISION
SECRETARY OF STATE
NORTH CAROLINA
1. The name of the corporation is R & I Industries, Inc.
 2. The period of duration of the corporation is perpetual.
 3. The purposes for which the corporation is organized are:
 - a) to provide service of Ni-CAD batteries,
 - b) such other and further business which is lawful and which the Board of Directors of the corporation from time to time may authorize.
 4. The corporation may exercise any powers, without limitation whatsoever, which a corporation may legally exercise under Chapter 55 of the General Statutes of North Carolina. In addition, the corporation shall have the following specific powers:
 - (a) To elect or appoint officers and agents of the corporation and to fix their compensation;
 - (b) To act as an agent for any individual, association, partnership, corporation or other legal entity;
 - (c) To receive, acquire, hold, exercise rights arising out of the ownership or possession thereof, sell, or otherwise dispose of, shares or other interests in, or obligations of, individuals, associations, partnerships, corporations, or governments;
 - (d) To receive, acquire, hold, pledge, transfer, or otherwise dispose of shares of the corporation, but such shares may only be purchased, directly or indirectly, out of earned surplus.
 - (e) To make gifts or contributions for the public welfare or for charitable, scientific or educational purposes, and in time of war, to make donations in aid of war activities.
 5. The corporation will have authority to issue one hundred thousand (100,000) common shares with a par value of One Dollar (\$1.00) per share.
 6. The minimum amount of consideration to be received by the corporation for its shares before it shall commence business is \$1,000.00 in cash or property of equivalent value.
 7. The shareholders of the corporation will have no preemptive right to acquire additional or treasury shares of the corporation.

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8. The address of the initial registered office of the corporation in the State of North Carolina is 1001 S. Marshall Street, Suite 66, Winston-Salem, Forsyth County, North Carolina 27101; and the name of its initial registered agent at such address is Richard Lee Langhurst.

9. The number of directors constituting the initial board of directors shall be three (3); and the names and addresses of the persons who are to serve as directors until the first meeting of shareholders, or until their successors be elected and qualify, are:

<u>Name</u>	<u>Address</u>
Richard Lee Langhurst	1001 S. Marshall Street Winston-Salem, North Carolina
Ilene Sue Langhurst	1001 S. Marshall Street Winston-Salem, North Carolina
Adelbert Wayne Hankins	1001 S. Marshall Street Winston-Salem, North Carolina

10. The incorporator is Anna E. Caldwell, whose address is 1001 S. Marshall Street, Suite 52, Winston-Salem, North Carolina 27101.

IN WITNESS WHEREOF, I have hereunto set my hand this 11th day of January, 1989.

Anna E. Caldwell
Anna E. Caldwell

STATE OF NORTH CAROLINA
COUNTY OF FORSYTH

I, ANNA W. CARP, a notary public, do hereby certify that ANNA E. CALDWELL personally appeared before me this 11th day of January 1989, and acknowledged the due execution of the foregoing Articles of Incorporation.

Anna W. Carp
Notary Public

My Commission Expires:

6-24-92



PRESENTED FOR
REGISTRATION
AND RECORDED

JAN 23 9 02 AM '89

L.E. SPEAS
REGISTER OF DEEDS
FORSYTH CO., N.C.
59.00 AA

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