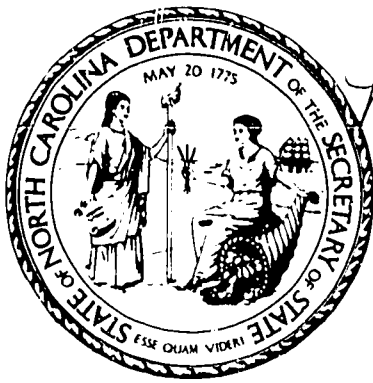




20
**State of
North
Carolina**



Mail. E & A Aluminum, Inc.
9325 Broad St.
Rural Mail. N.C.
27045
**Department
of the
Secretary of State**

To all to whom these presents shall come, Greeting:

I, Thad Eure, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (4 sheets) to be a true copy of

ARTICLES OF INCORPORATION

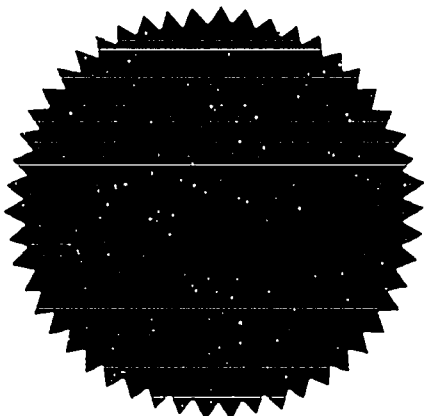
OF

E. AND A. ALUMINUM, INC.

and the probates thereon, the original of which was filed in this office on the 10th day of February 1981, 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 10th day of February in the year of our Lord 1981



Secretary of State

By
Deputy Secretary of State
PAK 1326P 1224

FILED

279851

FEB 10 10 29 AM '81

THAD EURE
SECRETARY OF STATE
NORTH CAROLINA

ARTICLES OF INCORPORATION

OF

E. AND A. ALUMINUM, INC.

WE, the undersigned residents of the State of North Carolina and all being of legal age, do hereby associate ourselves into a business corporation under and by virtue of the laws of the State of North Carolina, specifically under and by virtue of the laws of the State of North Carolina as found and set forth in North Carolina General Statute, Chapter # 55, entitled Business Corporation Act, and in support thereof, state as follows:

FIRST

That the name of the Corporation shall be the E. AND A. ALUMINUM, INC.; and,

SECOND

That the period of duration of the Corporation shall be perpetual; and,

THIRD

That the purposes for which the said Corporation is established are as follows:

1. To engage in the business of buying and selling scrap metals, including aluminum and steel and iron and other scrap metals, and to engage in the business of buying and selling any other scrap product or merchandise; and,
2. To construct, improve and develop any real estate or property or structures thereon, whether the said real property is owned by the said Corporation outright, partially or not at all.

PK1326P1225

3. To purchase, sell and exchange any securities, notes or any other evidence of ownership or indebtedness which is associated or incident to the operation of this Corporation, and the purpose of the corporation shall include, but shall not be limited to, the borrowing and lending of all necessary funds for the operation of the said Corporation; and,
4. To purchase, sell and exchange any stock in business ventures and all and any real and personal, tangible or intangible, property appertaining thereto, and to operate the said business ventures for the purpose of such purchase, sale and exchange, and to loan to any other business corporation monies and to receive collateral therefrom; and,
5. To purchase, sell and exchange and operate such personal property, tangible and intangible, that is believed to be necessary in the every day operation of this Corporation. This purpose shall include but shall not be limited to, the ownership and operation of a fleet of motor vehicles and other equipment, the ownership and maintenance of any and all types of tools, equipment and supplies, and the issuance and sale of corporate stock; and,
6. To engage in any lawful act or activity for which corporation may be organized under and by virtue of the laws of the State of North Carolina as set forth in North Carolina General Statute # 55 entitled Business Corporation Act; and,
7. To do any and all acts that are necessary in the operation of the business of this Corporation and the preservation of the assets thereof.

FOURTH

That the Corporation shall have the authority to issue ONE HUNDRED THOUSAND (100,000) shares of common stock with a par value of ONE DOLLAR (\$1.00) per share; and,

FIFTH

That the minimum amount of consideration for its shares to be received by the Corporation before it shall commence business shall be the amount of SEVEN THOUSAND FIVE HUNDRED DOLLARS (\$7,500.00).

SIXTH

That the address of the initial registered office for the Corporation is as follows:

E. AND A. ALUMINUM, INC.
c/o David Eugene Adams
9325 Broad Street
Rural Hall, North Carolina
27045
(Forsyth County)

SEVENTH

That the name of the initial registered agent for the Corporation is as follows:

DAVID EUGENE ADAMS
9325 Broad Street
Rural Hall, North Carolina
27045
(Forsyth County)

EIGHTH

That the name and the address of the initial board of directors of the Corporation is as follows:

WILLIAM BRADFORD ELLIS, SR.
Route #1, Box 186B-2
Germanton, North Carolina 27019
(Stokes County)

DAVID EUGENE ADAMS
9325 Broad Street
Rural Hall, North Carolina 27045
(Forsyth County)

ZENO JACK ADAMS
Route #5, Box 216
Mocksville, North Carolina 27028
(Davie County)

NINTH

That the names and the addresses of the incorporators of this Corporation are as follows:

WILLIAM BRADFORD ELLIS, SR.
Route #1, Box 186B-2
Germanton, North Carolina 27019
(Stokes County)

DAVID EUGENE ADAMS
9325 Broad Street
Rural Hall, North Carolina 27045
(Forsyth County)

ZENO JACK ADAMS
Route #5, Box 216
Mocksville, North Carolina 27028
(Davie County)

IN TESTIMONY WHEREOF, we have hereunto set
our hands and seals on this the 3rd day of
FEBRUARY, 1981.

William Bradford Ellis (SEAL)
WILLIAM BRADFORD ELLIS, SR.

Filed for Record at 9:10 o'clock A.M.
2-11 1981 and registered in Book 5
Page 280

Katherine S. Young, Deputy
Register of Deeds, Forsyth County, N.C.

David Eugene Adams (SEAL)
DAVID EUGENE ADAMS

Zeno Jack Adams (SEAL)
ZENO JACK ADAMS

NORTH CAROLINA
STOKES COUNTY

THIS IS TO CERTIFY that on this the 3rd day
of February, 1981, before me a notary public, did
personally appear WILLIAM BRADFORD ELLIS, SR., DAVID
EUGENE ADAMS and ZENO JACK ADAMS, who, I am satisfied
are the persons named in and who executed the foregoing
Articles of Incorporation for E. AND A. ALUMINUM, INC.,
and I, having first made known to them the contents
thereof, and they did personally each acknowledge they
signed, sealed and published and delivered the same as
their voluntary act and deed, for the use and the purpose
as therein expressed and further stated and acknowledged
to me, under oath, that the information contained in the
said Articles of Incorporation for E. AND A. ALUMINUM,
INC. is true in every respect.

IN TESTIMONY WHEREOF, I have hereunto set my hand
and official seal on this the 3rd day of February, 1981.

Bruce B. Carter
Notary Public

My Commission Expires: FEB 23 1982

EX-1326P1228

REGISTERED DEEDS
FORSYTH COUNTY, N.C.

700pd