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Document Number Only

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
850-222-1092

DATE: 12/28

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

Corporation(s) Name

Masco Cabinetry Holdings, Inc.

- |   |  |                                 |
|---|--|---------------------------------|
| <input type="checkbox"/> Profit   | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit  |  |                                 |
| <input type="checkbox"/> Foreign  | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark   |
| <input type="checkbox"/> LLC  | <input type="checkbox"/> Withdrawal      |                                 |
| <input type="checkbox"/> Limited Partnership  | <input type="checkbox"/> UBR             | <input type="checkbox"/> Other  |
| <input type="checkbox"/> Reinstatement  | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> Ch. RA |
| <input type="checkbox"/> UCC <input type="checkbox"/> 1 or <input type="checkbox"/> 3 |  |                                 |

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\*\*\*Special Instructions\*\*

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| <input type="checkbox"/> Certified Copy  | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> parts/amends/mergers <input type="checkbox"/> Other-See Above |                                      |                              |

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|---|---|------------------------------------|
| <input checked="" type="checkbox"/> Walk in | <input checked="" type="checkbox"/> Pick-up | <input type="checkbox"/> Will Wait |
|---|---|------------------------------------|

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Please Return Filed Stamped  
Copies To:

Carol Clark

Thank You!

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Masco Cabinetry Holdings, Inc. (Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware (State or country under the law of which it is incorporated) 3. 38-3567931 (FBI number, if applicable)

4. December 1, 2000 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification (Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification." (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 21001 Van Born Road, Taylor, Michigan 48180 (Principal office address)

Same as above (Current mailing address)

8. Manufacture, distribution and sale of cabinets (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324 (City) (Zip code)

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FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS

10. Registered agent's acceptance: Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Claudia L. Saari (Registered agent's signature) Claudia L. Saari, Asst. Secy.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Director: Eugene A. Gargaro, Jr.

Address: 21001 Van Born Road  
Taylor, Michigan 48180

Director: Raymond F. Kennedy

Address: 21001 Van Born Road  
Taylor, MI 48180

Director: Richard G. Mosteller

Address: 21001 Van Born Road  
Taylor, MI 48180

Director: —

Address: —

B. OFFICERS

President and CEO: Bob C. Ladd

Address: 515 Big Stone Gap Road  
Duncanville, Texas 75137

Vice President: David A. Doran

Address: 21001 Van Born Road  
Taylor, Michigan 48180

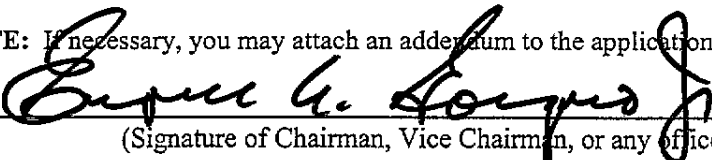
Secretary and Vice President: Eugene A. Gargaro, Jr.

Address: 21001 Van Born Road, Taylor, MI 48180

Treasurer and Assistant Secretary: Richard G. Mosteller

Address: 21001 Van Born Road, Taylor, Michigan 48180

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Eugene A. Gargaro, Jr., Vice President and Secretary  
(Typed or printed name and capacity of person signing application)

**Masco Cabinetry Holdings, Inc.**  
**Application by Foreign Corporation**  
**for Authorization to Transact**  
**Business in Florida**

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12. B. Officers, cont.

Vice President: Raymond F. Kennedy  
Address: 21001 Van Born Road  
Taylor, MI 48180

Vice President: John R. Leekley  
Address: 21001 Van Born Road  
Taylor, MI 48180

Vice President - Finance: John Milburn  
Address: 515 Big Stone Gap Road  
Duncanville, Texas 75137

Vice President - Human Resources: Tom Justus  
Address: 515 Big Stone Gap Road  
Duncanville, Texas 75137

Vice President - Engineering: Steve Byron  
Address: 515 Big Stone Gap Road  
Duncanville, Texas 75137

Vice President - Materials: Gary Bateman  
Address: 515 Big Stone Gap Road  
Duncanville, Texas 75137

Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MASCO CABINETRY HOLDINGS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



  
\_\_\_\_\_  
Edward J. Freel, Secretary of State

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AUTHENTICATION: 0882626

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DATE: 12-28-00