

L 000000008904

SUNCOAST BUILDING COMPONENTS, L.L.C.

5-

June 19, 2000

Florida Department of State
Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-07/17/00--01039--005
***165.00 ***165.00

Dear Sir or Madam:

W-17918

I would like to request that the following copies be sent to John V. Myslak Jr at the noted address:

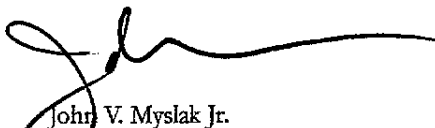
Qty		Price
1	Certified copy of record	\$30.00 each
2	Certificate of status	\$5.00 each

Recipient address:

→ 7215 Northampton Way
Houston, Texas 77055

STAMPED ENVELOP ENCLOSED

Sincerely,


John V. Myslak Jr.
President

FILED
00 JUL 25 PM 2:31
mtu
7/26

FF \$125
Certs. 40



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 18, 2000

SUNCOAST BUILDING COMPONENTS LLC
7215 NORTHAMPTON WAY
HOUSTON, TX 77055

SUBJECT: SUNCOAST BUILDING COMPONENTS, L.L.C.
Ref. Number: W00000017918

We have received your document for SUNCOAST BUILDING COMPONENTS, L.L.C. and your check(s) totaling \$165.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 700A00039240

00 JUL 25 11 21 AM '00
CORPORATION DIVISION
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I – Name:

The name of the Limited Liability Company is: Suncoast Building Components, L.L.C.

ARTICLE II – Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 3325 Addison Drive, Pensacola, Florida 32514-7065.

ARTICLE III – Duration:

The period of duration for the Limited Liability Company shall be: perpetual.

ARTICLE IV – Management:

(Check the appropriate box and complete the statement)

- The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:
- The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

John Vincent Myslak, Jr.
Bradley Alan Davis
7215 Northampton Way
Houston, Texas 77055

FILED
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CLERK OF THE COURT
HARRIS COUNTY, TEXAS

ARTICLE V – Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admission shall be: by unanimous consent of the members. The members may admit new members on the condition that each new member agrees that the new member will not voluntarily withdraw from the Limited Liability Company until after five (5) years have elapsed from the date the new member is admitted, and on the condition that such new members agree that upon termination of the new member's interest in the Limited Liability Company, the new member's capital account (or the capital account of any assignee(s) of the new member) shall be distributed in accordance with Article VIII.

ARTICLE VI – Members' Rights to Continue Business:

The right, if given, of the remaining members in the Limited Liability Company to continue the business on the death, incompetency, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be: reserved to the members, and determined by a two-thirds majority vote.

ARTICLE VII – Limitation on Members' Right to Withdraw:

Members may not voluntarily withdraw from the Limited Liability Company until after five (5) years have elapsed from the date the member was first admitted.

ARTICLE VIII – Limitation on Distribution of Members' Capital Accounts:

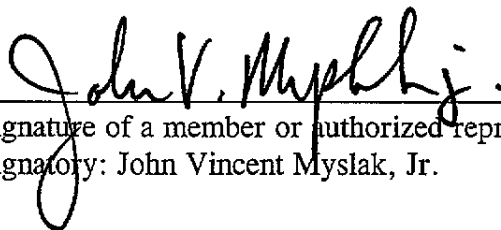
The Limited Liability Company is not required to make any distribution of a member's or assignee's capital account until after five (5) years (the "Commitment Period") from the date the member is admitted, or in the case of an assignee, the date the assignee acquired the assignee's interest. Upon a member's or assignee's death, disability, incompetency, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, the member's or assignee's capital account may be distributed, in substantially equal shares, over a period not to exceed ten (10) years from: A) the date of the event triggering the distribution, or B) the expiration of the Commitment Period, whichever occurs later. Subject to the foregoing ten (10) year limitation, the determination of the length of time over which the Limited Liability Company may distribute a member's or assignee's capital account shall be at the members' discretion, determined by two-thirds majority vote.

ARTICLE IX – Assignment of Interest:

A member may assign his or her interest in the Limited Liability Company, in whole or in part, without the approval of the other members; however, the assignee(s) succeeding to such member's interest can become a member only with the unanimous consent of the membership.

ARTICLE X – Special Allocations of Profits and Losses:

The members may from time to time by unanimous vote make special allocations of profits and losses that are disproportionate to the members' relative capital accounts.



Signature of a member or authorized representative of a member.
Signatory: John Vincent Myslak, Jr.

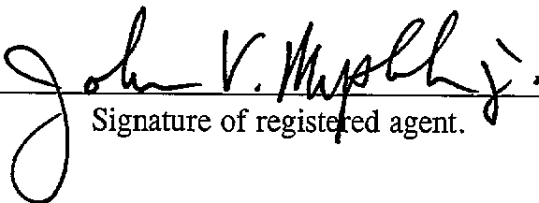
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Suncoast Building Components, L.L.C.
2. The name and Florida street address of the registered agent are:

John Vincent Myslak, Jr.
3325 Addison Drive
Pensacola, Florida 32514-7065

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Signature of registered agent.

JUL 26 11 29 AM '01
STATE OF FLORIDA
CORPORATION DIVISION

Filing Fee: \$25 for Designation of Registered Agent