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MERGER OR SHARE EXCHANGE
STOCK BUILDING SUPPLY OF FLORIDA, INC.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 1, 2004

STOCK BUILDING SUPPLY OF FLORIDA, INC.
PO BOX 58515
RALEIGH, NC 27658SUBJECT: STOCK BUILDING SUPPLY OF FLORIDA, INC.
REF: 153621

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

- ✓ Please correct the name of the merging corporation in the heading of your document. Articles of Merger between two or more domestic profit corporations are filed pursuant to section 607.1105, Florida Statutes.
- ✓ Please correct accordingly.

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

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
merging
STOCK DOOR & TRIM, INC.
a Florida corporation,
with and into
STOCK BUILDING SUPPLY OF FLORIDA, INC.,
a Florida corporation

EFFECTIVE DATE
10/31/04

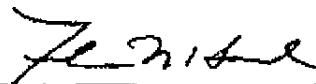
In compliance with Section 607.1105 of the Florida Business Corporation Act (the "Act"), the undersigned adopts the following articles of merger:

1. Name of the Surviving Corporation: **Stock Building Supply of Florida, Inc.,**
a Florida corporation
Document No. 153621
2. Name of the Merged Corporation: **Stock Door & Trim, Inc.,**
a Florida corporation
Document No. H73428
3. A copy of the Plan of Merger is attached hereto as **Exhibit A** and made a part hereof.
4. The Plan of Merger was approved and adopted by the board of directors of the Surviving Corporation, effective October 25, 2004, by unanimous written consent pursuant to Section 607.0821 of the Act. Pursuant to Section Section 607.1103(7) of the Act, a Plan of Merger was not submitted to the sole shareholder of the Surviving Corporation for approval and adoption.
5. The Plan of Merger was adopted by the board of directors of the Merged Corporation, effective October 25, 2004, by unanimous written consent pursuant to Section 607.0821 of the Act. Pursuant to Section 607.1103 of the Act, the Plan of Merger was submitted to the sole shareholder of the Merged Corporation for adoption and approval. The Plan of Merger was approved and adopted by the sole shareholder of the Surviving Corporation, effective October 25, 2004, by written consent pursuant to 607.0704 of the Act.
6. The merger of the Merged Corporation with and into the Surviving Corporation shall be effective on October 31, 2004.

[Signature Appears on the Following Page]

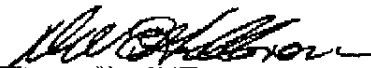
WITNESS the following signatures as of the 25th day of October, 2004.

STOCK BUILDING SUPPLY OF FLORIDA, INC.



Fenton N. Hord
President

STOCK DOOR & TRIM, INC.



David W. O'Halloran
Senior Vice President, Chief Financial
Officer, Secretary and Treasurer

Exhibit APLAN OF MERGER

1. Stock Door & Trim, Inc., a Florida corporation (the "Merged Corporation"), shall be merged with and into Stock Building Supply of Florida, Inc., a Florida corporation (the "Surviving Corporation"), on or about October 31, 2004.
2. At the time of the merger, all issued and outstanding shares of the capital stock of the Merged Corporation shall be cancelled and each issued and outstanding share of the capital stock of the Surviving Corporation shall remain outstanding after the merger and shall not be affected in any way by the merger.
3. The Articles of Incorporation and Bylaws of the Surviving Corporation in effect at the time of merger shall continue (until amended or repealed as provided by applicable law) to be the Articles of Incorporation and Bylaws of the Surviving Corporation after the time of merger.