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Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

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CORPORATION(S) NAME

BPB Acquisition, Inc.

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00 JUL 26 PM 2:08
SECRETARY OF STATE
DIVISION OF CORPORATIONS

(x) Profit ( ) Nonprofit	( ) Amendment	( ) Merger
(x) Foreign	( ) Dissolution/Withdrawal ( ) Reinstatement	( ) Mark
( ) Limited Partnership ( ) LLC	( ) Annual Report ( ) Name Registration ( ) Fictitious Name	( ) Other ( ) Change of RA ( ) UCC
(x) Certified Copy	( ) Photocopies	( ) CUS
( ) Call When Ready (x) Walk In ( ) Mail Out	( ) Call If Problem ( ) Will Wait	( ) After 4:30 (x) Pick Up

Name 07/26/00
Availability________
Document
Examiner________
Updater________
Verifier________
Acknowledgement______
W.P. Verifier________

7/26

RECEIVED
00 JUL 26 AM 11:18
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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. BPB Acquisition, 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.)

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2. Delaware
(State or country under the law of which it is incorporated)

3. 98-0226859
(FEI number, if applicable)

4. May 30, 2000
(Date of incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. July 26, 2000
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 4010 Boy Scout Blvd, Tampa, Florida 33607
(Current mailing address)

8. manufacture, sale and marketing building materials, and related administrative activity
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Barbara A Burke

(Registered agent's signature) (Officer)

BABARA A. BURKE
SPECIAL ASSISTANT SECRETARY

(Type Name and Title of Officer)

(FL - 2189 - 11/16/94)

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 addresses of officers and/or directors:

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A. DIRECTORS

Chairman: See attached list of directors

Address: ____________________

____

Vice Chairman: See attached list of directors

Address: ____________________

____

Director: See attached list of directors

Address: ____________________

____

Director: ____________________

Address: ____________________

____

B. OFFICERS

President: See attached list of officers

Address: ____________________

____

Vice President: ____________________

Address: ____________________

____

Secretary: ____________________

Address: ____________________

____

Treasurer: ______________________________

Address: ______________________________

____

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

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

14. Keith C. Campbell, Vice President Finance
(Typed or printed name and capacity of person signing application)

BPB Acquisition, Inc.
(a Delaware Corporation)

OFFICERS & DIRECTORS

The business address for all of the below officers and directors is c/o BPB Acquisition, Inc., 4010 Boy Scout Blvd, Tampa, Florida 33607:

Brent R. Thompson
President/CEO & Director
4010 Boy Scout Blvd.
Tampa, Fl. 33607

Keith C. Campbell
Vice President Finance/Secretary & Director
4010 Boy Scout Blvd.
Tampa, F. 33607

Donald E. Moses
Vice President North American Sales & Director
4010 Boy Scout Blvd.
Tampa, Florida 33607

Robert J. Morrow
Vice President Supply Chain/Director
4010 Boy Scout Blvd.
Tampa, Fl. 33607

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BPB ACQUISITION, 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 TWENTIETH DAY OF JULY, A.D. 2000.

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 26 PM 2:08

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0571094

DATE: 07-20-00