



# F0100000 2540

ACCOUNT NO. : 072100000032

REFERENCE : 143841 4324759

AUTHORIZATION :

*Patricia Pignato*

COST LIMIT : \$ 70.00

FILED  
MAY 10 PM 4:31  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

ORDER DATE : May 8, 2001

ORDER TIME : 11:55 AM

ORDER NO. : 143841-095

CUSTOMER NO: 4324759

CUSTOMER: Mr. Paul Pascal  
Baker Botts L.L.P.  
2001 Ross Avenue  
Suite 600  
Dallas, TX 75201

*Please file 2nd*

100004193731--8

FOREIGN FILINGS

NAME: AMERICAN GYPSUM MARKETING  
COMPANY

RECEIVED  
MAY 10 PM 12:57  
DIVISION OF CORPORATION

XXXX QUALIFICATION (TYPE: CO)

(5)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

*Mc 5/10*

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: \_\_\_\_\_

**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

01 APR 10 11:43 AM  
FILED  
TALLAHASSEE  
DEPT. OF STATE  
FLORIDA

1. American Gypsum Marketing Company  
(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 natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 85-0478739  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 27, 2001 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. April 1, 2001  
(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. 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808  
(Principal office address)  
2728 N. Harwood, Dallas, Texas 75201-1516  
(Current mailing address)  
To engage in any lawfull act or activity for which corporations may be organized.
8. \_\_\_\_\_  
(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: Corporation Service Company

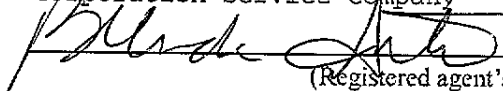
Office Address: 1201 Hays Street

Tallahassee, Florida 32301  
(City) (Zip code)

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.*

Corporation Service Company

  
(Registered agent's signature)

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

Chairman: See attached officers/directors rider

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: See attached officers/directors rider

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.

13. \_\_\_\_\_

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

14. \_\_\_\_\_

(Typed or printed name and capacity of person signing application)

FILED  
MAY 10 PM 4:31  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

The names and respective address of its directors and officers are:

Office	Name	Business Address
President	H. David House	2728 N. Harwood, 6th Floor, Dallas, Texas 75201-1516
Secretary, Vice President and General Counsel	Raymond G. Smerge	2728 N. Harwood, 6th Floor, Dallas, Texas 75201-1516
Executive Vice President	Richard D. Jones, Jr.	2728 N. Harwood, 6th Floor, Dallas, Texas 75201-1516
Senior Vice President, Treasurer and Assistant Secretary	Arthur R. Zunker, Jr.	2728 N. Harwood, 6th Floor, Dallas, Texas 75201-1516
Vice President – Taxes	Rodney E. Cumnickel	2728 N. Harwood, 6th Floor, Dallas, Texas 75201-1516
Vice President – Finance and Controller	Geoffrey W. Gray	2728 N. Harwood, 6th Floor, Dallas, Texas 75201-1516
Vice President	Richard C. Harvey	2728 N. Harwood, 6th Floor, Dallas, Texas 75201-1516
Assistant Secretary	James H. Graass	2728 N. Harwood, 6th Floor, Dallas, Texas 75201-1516
Director	Laurence E. Hirsch	2728 N. Harwood, 6th Floor, Dallas, Texas 75201-1516
Director	Richard D. Jones, Jr.	2728 N. Harwood, 6th Floor, Dallas, Texas 75201-1516

*State of Delaware*  
*Office of the Secretary of State*

---

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERICAN GYPSUM MARKETING COMPANY" 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 NINTH DAY OF MAY, A.D. 2001.

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

FILED  
01 MAY 10 4:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3374245 8300

AUTHENTICATION: 1123101

010222185

DATE: 05-09-01