

CT CORPORATION SYSTEM

F01000005308

FILED
01 OCT 11 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

Varco Pruden Buildings, Inc.

000004631750--9
-10/11/201--01055--016
*****70.00 *****70.00

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30 BK
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

10/11/01



Order#: 4823841

Ref#: _____

ms

Amount: \$ _____
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

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**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. Varco Pruden Buildings, 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. 51-0412488

(FEI number, if applicable)

4. 09/12/2001

(Date of incorporation)

5. Perpetual

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

6. Upon Qual

(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. 3200 Players Club Circle, Memphis, TN 38125

(Principal office address)

same

(Current mailing address)

See Attachment

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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324

(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.

C T Corporation System

BY: _____

(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

SEE ATTACHMENT

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Enrique Gonzalez G.

Address: Ave Batallon de San Patricio No. 111

Garza Garcia, MEXICO, NL 66269

Director: _____

Address: _____

B. OFFICERS

President: David M. Gilchrist, Jr.

Address: 3200 Players Club Circle

Memphis, TN 38125

Vice President: William E. Andrews

Address: 3200 Players Club Circle

Memphis, TN 38125

Secretary: Bruce V. Meyer

Address: 3200 Players Club Circle, Memphis, TN 38125

Treasurer: Patricio Gonzalez Ch.

Address: Ave Batallon de San Patricio No. 111, Garza Garcia, MEXICO, NL 66269

SEE ATTACHMENT

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. Terry L. Finn, Vice President

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

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Attachment to Florida
Application By Foreign Corporation for Authorization to Transact Business In Florida

Purpose Clause

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

Officers & Directors

1. Full Name: David M. Gilchrist, Jr.
Officer/Director: Officer
Officer's Title: President and CEO
Business Address: 3200 Players Club Circle
City: Memphis
State: TN
ZIP Code: 38125
2. Full Name: William E. Andrews
Officer/Director: Officer
Officer's Title: Sr. VP, Admin. & Strat. Prog.
Business Address: 3200 Players Club Circle
City: Memphis
State: TN
ZIP Code: 38125
3. Full Name: James W. Drake
Officer/Director: Officer
Officer's Title: Sr. VP, Information Tech.
Business Address: 3200 Players Club Circle
City: Memphis
State: TN
ZIP Code: 38125
4. Full Name: Geoffrey L. Miller
Officer/Director: Officer
Officer's Title: Sr. VP, Human Resources
Business Address: 3200 Players Club Circle
City: Memphis
State: TN
ZIP Code: 38125
5. Full Name: William D. Reynolds
Officer/Director: Officer
Officer's Title: Sr. VP, Sales & Marketing
Business Address: 3200 Players Club Circle
City: Memphis
State: TN
ZIP Code: 38125

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6. Full Name: Marvin C. Skoronski
Officer/Director: Officer
Officer's Title: Sr. VP, Operations
Business Address: 3200 Players Club Circle
City: Memphis
State: TN
ZIP Code: 38125
7. Full Name: Robert S. Andrews
Officer/Director: Officer
Officer's Title: VP, Manufacturing
Business Address: 3200 Players Club Circle
City: Memphis
State: TN
ZIP Code: 38125
8. Full Name: James E. Baskin
Officer/Director: Officer
Officer's Title: VP, Materials
Business Address: 3200 Players Club Circle
City: Memphis
State: TN
ZIP Code: 38125
9. Full Name: Greg Bava
Officer/Director: Officer
Officer's Title: VP, Quality Systems
Business Address: 3200 Players Club Circle
City: Memphis
State: TN
ZIP Code: 38125
10. Full Name: Terry L. Finn
Officer/Director: Officer
Officer's Title: VP, Finance & CFO
Business Address: 3200 Players Club Circle
City: Memphis
State: TN
ZIP Code: 38125
11. Full Name: Clifton D. Hyder
Officer/Director: Officer
Officer's Title: VP, Services
Business Address: 3200 Players Club Circle
City: Memphis
State: TN
ZIP Code: 38125

12. Full Name: Patrick S. Kern
Officer/Director: Officer
Officer's Title: VP, International Operations
Business Address: 3200 Players Club Circle
City: Memphis
State: TN
ZIP Code: 38125
13. Full Name: Bruce V. Meyer
Officer/Director: Officer
Officer's Title: VP, Corporate Counsel & Sec.
Business Address: 3200 Players Club Circle
City: Memphis
State: TN
ZIP Code: 38125
14. Full Name: Joe N. Nunnery
Officer/Director: Officer
Officer's Title: VP, Research & Development
Business Address: 3200 Players Club Circle
City: Memphis
State: TN
ZIP Code: 38125
15. Full Name: Kurt W. Rorick
Officer/Director: Officer
Officer's Title: VP, International
Business Address: 3200 Players Club Circle
City: Memphis
State: TN
ZIP Code: 38125
16. Full Name: James H. Tallia, Jr.
Officer/Director: Officer
Officer's Title: VP, Architectural Products
Business Address: 8 Wildon Drive
City: Mt. Bethel
State: PA
ZIP Code: 18343
17. Full Name: John W. Spaedt
Officer/Director: Officer
Officer's Title: Assistant Treasurer
Business Address: 3200 Players Club Circle
City: Memphis
State: TN
ZIP Code: 38125

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18. Full Name: Perry O. Hannah
Officer/Director: Officer
Officer's Title: Assistant Controller
Business Address: 3200 Players Club Circle
City: Memphis
State: TN
ZIP Code: 38125
19. Full Name: Patricio Gonzalez Ch.
Officer/Director: Officer
Officer's Title: Treasurer
Business Address: Ave Batallon de San Patricio No. 111
City: Garza Garcia, MEXICO
State: NL
ZIP Code: 66269
20. Full Name: Marcelo Canales C.
Officer/Director: Director
Business Address: Ave Batallon de San Patricio No. 111
City: Garza Garcia, MEXICO
State: NL
ZIP Code: 66269
21. Full Name: Enrique Gonzalez G.
Officer/Director: Director
Director's Title: Other Director
Business Address: Ave Batallon de San Patricio No. 111
City: Garza Garcia, MEXICO
State: NL
ZIP Code: 66269
22. Full Name: Patricio Gonzalez Ch.
Officer/Director: Director
Business Address: Ave Batallon de San Patricio No. 111
City: Garza Garcia, MEXICO
State: NL
ZIP Code: 66269

PURPOSE CLAUSE FOR VARCO PRUDEN BUILDINGS, INC.

To engineer, manufacture, sell and distribute pre-engineered metal building systems.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 "VARCO PRUDEN BUILDINGS, 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 SECOND DAY OF OCTOBER, A.D. 2001.

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3435132 8300

AUTHENTICATION: 1371088

010489042

DATE: 10-02-01