CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P01000054716

Atlantic Building Systems Inc.

FILED
01 JUN -4 PM 12:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

500004339575--0
-06/04/01--01058--008
*****87.50 *****87.50

✓ Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

✓ Cert. Copy

Photo Copy

✓ Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

RECEIVED
2001 JUN -4 AM 10:48
DIVISION OF CORPORATIONS
SUFFICIENCY OF FILING

J. BRYAN JUN - 4 2001

Signature

Requested by:

LW	6/4	10:35
Name	Date	Time

Walk-In ______ Will Pick Up ______

174 - Peddie's Printing - Thomasville, GA 8/00

01 JUN -4 PM 12:36
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ATLANTIC BUILDING SYSTEMS, INC.

The undersigned do hereby associate themselves together for the purpose of forming a corporation under the laws of the State of Florida under the Corporate name of Atlantic Building Systems, Inc. and hereby set forth and declare:

ARTICLE ONE
NAME

The name of the corporation is Atlantic Building Systems, Inc. and address is 408 Caddie Drive, DeBary, Florida 32713.

ARTICLE TWO
CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida

ARTICLE FOUR
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 500. Such shares shall be of a single class, and shall have a par value of One Dollars ($1.00) per share.

ARTICLE FIVE
STOCK TRANSFER

If the holder of any share or shares of stock of this corporation desires to dispose of the same or any part thereof, he shall not transfer or otherwise dispose of the same to any person unless and until he has first given the corporation the right to purchase such stock at book value. Said notice shall be given in writing by the person desiring to dispose of such stock to the corporation and the corporation shall have thirty (30) days in which to exercise its right to purchase. In the event that the corporation fails to exercise its right to purchase, such holder of any share or shares of the capital stock desiring to dispose of the same shall not transfer or otherwise dispose of the same to any person unless and until he has first given the stockholders of the corporation the right to purchase the same as herein provided. The stockholder so desiring to dispose of all or any part of his stock shall give written notice of such desire to each of the other stockholders of the corporation at their addresses as shown on the books of the corporation, stating the number of share he desires to sell. Each of the other stockholders shall be entitled to purchase an equal amount of the stock so offered for sale at book value within thirty (30) days after the service of such notice upon the last stockholder to be served. In the event that any one or more of the other stockholders does not desire to purchase his share of the stock offered for sale, his or their right to purchase shall inure to the benefit of the remaining other stockholders. In such notice to exercise their option to purchase the stock offered for sale, the other stockholders shall state the amount of such stock which they desire to purchase; and upon receipt of such notice of intention to purchase, the stockholder offering the stock for sale shall forthwith sell, assign, transfer and set over his shares of stock to the stockholder or stockholders to whom the shares are so transferred in the proportionate amount requested by each, and the stockholders to whom the shares are so transferred shall at the same time pay to the seller as and for the purchase price thereof an amount equal to the book value of the stock at the time of such transfer.

In the event that only one of the other stockholders desires to exercise his option to purchase as provided for herein, such other stockholder shall have the right to purchase the entire amount of stock offered for sale. In the event that two of the other stockholders elect to purchase only a portion of the stock to which he is entitled, the remaining other stockholders shall have the right to purchase the balance of the stock to which he is entitled.

In the event that neither the corporation nor any of the stockholders shall elect to purchase such stock offered for sale, the holder thereof may sell and transfer the same within three (3) months from the date of giving such notice to such person at such price as he may see fit. Said person or persons acquiring the same shall in his or their turn hold such stock again subject to all the terms and conditions herein contained. If such sale be not made within said period of three (3) months, no sale shall be made without again giving notice and offering to the corporation and the other stockholders as herein provided.

Nothing herein contained shall be construed to prevent any stockholders of the corporation from pledging their stock as security for a debt or obligation; in the event that such debt is foreclosed, the person acquiring such stock by such foreclosure shall hold the stock subject to the terms and conditions contained herein and shall immediately give the other stockholders of this corporation as herein provided an option to purchase the shares so acquired at the price and under the terms hereinabove provided.

Nothing herein contained shall be construed as preventing a stockholder from transferring his shares of stock to any person, firm or corporation in trust with the consent of the stockholders at the first meeting of the stockholders or upon written consent of all stockholders or at any other stockholder's meeting after notice has been given in writing to all of the other stockholders at their addresses as shown on the books of the corporation, advising the nature of the proposed transfer but such other stockholders may grant or withhold their written consent to such transfer.

ARTICLE SIX
ISSUE OF NON-ISSUED OR NEW STOCK

In the event of an issue of non-issued capital stock or of new stock, should the stock be increased, the existing stockholders at the time of such issue shall have the right to subscribe for and to purchase such stock so issued in a number of shares proportionate to the amount owned at the time of said subsequent issue. In the event that one or more of the stockholders shall fail or refuse to exercise their option, his or their right to subscribe shall inure to the benefit of the other stockholders. Written notice of intention to issue non-issued capital stock or new stock shall be given by the corporation to all stockholders and the stockholders shall notify the corporation of their intention to subscribe within thirty (30) days after such notice.

ARTICLE SEVEN
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 417 E. Virginia Street, Suite 1, Tallahassee, Florida 32301, and the name of its initial registered agent at such address is Capital Connection, Inc.

ARTICLE EIGHT
DIRECTORS

The number of directors constituting the initial board of directors of the corporation is two (2). The name and address of each person who is to serve as a member of the initial board of directors is:

Name	Address
Kimberly A. Graham	408 Caddie Drive, DeBary, FL 32713

ARTICLE NINE
INCORPORATOR

The name and address of the incorporator is:

NAME	Address
Kimberly A. Graham	408 Caddie Drive, DeBary, FL 32713

ARTICLE TEN
CONTRACT VALIDITY

No contract, act or transaction of this corporation with any person or persons, firm or other corporation, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any director of this corporation is a party to or interested in such contract, act or transaction, or in any way connected with such person, persons, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association or corporation in which he may in any way be interested. Any director of this corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

ARTICLE ELEVEN
AMENDMENT TO ARTICLES

These Articles of Incorporation of this corporation may be amended, changed, altered or repealed in the manner now or hereafter prescribed by the Florida Statutes and all rights conferred upon stockholders herein are granted subject to this reservation.

WITNESS my respective hand and seal this 31st day of May, 2001.

Atlantic Building Systems, Inc.

Kimberly A. Graham
Kimberly A. Graham
Its: Incorporator

STATE OF FLORIDA
COUNTY OF Seminole

I hereby certify that on this day before me, a notary public duly authorized to take acknowledgments, personally appeared KIMBERLY A. GRAHAM, to me known to be the person described as subscriber to the foregoing Articles of Incorporation and who executed same, and acknowledged before me that he subscribed to those Articles of Incorporation.

Witness my hand and official seal in the County and State named above this 31st day of May, 2001.

Karen D Jones
Print Name: __________
Notary Public
Commission No.: __________

NOTARY PUBLIC STATE OF FLORIDA
Karen D Jones
My Commission DD019293
Expires May 30, 2005

CONSENT OF REGISTERED AGENT
OF
ATLANTIC BUILDING SYSTEMS, INC.

CAPITAL CONNECTIONS, INC., having been named as registered agent for Atlantic Building Systems, Inc. at the registered office for said corporation as designated in the foregoing Articles of Incorporation do hereby accept the designation.

Leilani White
Name: Leilani White

F:\Clients\TIMCON\Atlanticbldg\articlesinc.wpd

FILED
01 JUN -4 PM 12:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P01000054716

Atlantic Building Systems Inc.

FILED
01 JUN -4 PM 12:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

500004339575--0
-06/04/01--01058--008
*****87.50 *****87.50

✓ Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

✓ Cert. Copy

Photo Copy

✓ Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

RECEIVED
2001 JUN -4 AM 10:48
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

J. BRYAN JUN - 4 2001

Signature

Requested by:
LW 6/4 10:35
Name Date Time

Walk-In Will Pick Up

174 Ponder's Printing • Thomasville, GA 8/00

ARTICLES OF INCORPORATION

OF

ATLANTIC BUILDING SYSTEMS, INC.

The undersigned do hereby associate themselves together for the purpose of forming a corporation under the laws of the State of Florida under the Corporate name of Atlantic Building Systems, Inc. and hereby set forth and declare:

ARTICLE ONE
NAME

The name of the corporation is Atlantic Building Systems, Inc. and address is 408 Caddie Drive, DeBary, Florida 32713.

ARTICLE TWO
CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida

ARTICLE FOUR
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 500. Such shares shall be of a single class, and shall have a par value of One Dollars ($1.00) per share.

ARTICLE FIVE
STOCK TRANSFER

If the holder of any share or shares of stock of this corporation desires to dispose of the same or any part thereof, he shall not transfer or otherwise dispose of the same to any person unless and until he has first given the corporation the right to purchase such stock at book value. Said notice shall be given in writing by the person desiring to dispose of such stock to the corporation and the corporation shall have thirty (30) days in which to exercise its right to purchase. In the event that the corporation fails to exercise its right to purchase, such holder of any share or shares of the capital stock desiring to dispose of the same shall not transfer or otherwise dispose of the same to any person unless and until he has first given the stockholders of the corporation the right to purchase the same as herein provided. The stockholder so desiring to dispose of all or any part of his stock shall give written notice of such desire to each of the other stockholders of the corporation at their addresses as shown on the books of the corporation, stating the number of share he desires to sell. Each of the other stockholders shall be entitled to purchase an equal amount of the stock so offered for sale at book value within thirty (30) days after the service of such notice upon the last stockholder to be served. In the event that any one or more of the other stockholders does not desire to purchase his share of the stock offered for sale, his or their right to purchase shall inure to the benefit of the remaining other stockholders. In such notice to exercise their option to purchase the stock offered for sale, the other stockholders shall state the amount of such stock which they desire to purchase; and upon receipt of such notice of intention to purchase, the stockholder offering the stock for sale shall forthwith sell, assign, transfer and set over his shares of stock to the stockholder or stockholders to whom the shares are so transferred in the proportionate amount requested by each, and the stockholders to whom the shares are so transferred shall at the same time pay to the seller as and for the purchase price thereof an amount equal to the book value of the stock at the time of such transfer.

In the event that only one of the other stockholders desires to exercise his option to purchase as provided for herein, such other stockholder shall have the right to purchase the entire amount of stock offered for sale. In the event that two of the other stockholders elect to purchase only a portion of the stock to which he is entitled, the remaining other stockholders shall have the right to purchase the balance of the stock to which he is entitled.

In the event that neither the corporation nor any of the stockholders shall elect to purchase such stock offered for sale, the holder thereof may sell and transfer the same within three (3) months from the date of giving such notice to such person at such price as he may see fit. Said person or persons acquiring the same shall in his or their turn hold such stock again subject to all the terms and conditions herein contained. If such sale be not made within said period of three (3) months, no sale shall be made without again giving notice and offering to the corporation and the other stockholders as herein provided.

Nothing herein contained shall be construed to prevent any stockholders of the corporation from pledging their stock as security for a debt or obligation; in the event that such debt is foreclosed, the person acquiring such stock by such foreclosure shall hold the stock subject to the terms and conditions contained herein and shall immediately give the other stockholders of this corporation as herein provided an option to purchase the shares so acquired at the price and under the terms hereinabove provided.

Nothing herein contained shall be construed as preventing a stockholder from transferring his shares of stock to any person, firm or corporation in trust with the consent of the stockholders at the first meeting of the stockholders or upon written consent of all stockholders or at any other stockholder's meeting after notice has been given in writing to all of the other stockholders at their addresses as shown on the books of the corporation, advising the nature of the proposed transfer but such other stockholders may grant or withhold their written consent to such transfer.

ARTICLE SIX
ISSUE OF NON-ISSUED OR NEW STOCK

In the event of an issue of non-issued capital stock or of new stock, should the stock be increased, the existing stockholders at the time of such issue shall have the right to subscribe for and to purchase such stock so issued in a number of shares proportionate to the amount owned at the time of said subsequent issue. In the event that one or more of the stockholders shall fail or refuse to exercise their option, his or their right to subscribe shall inure to the benefit of the other stockholders. Written notice of intention to issue non-issued capital stock or new stock shall be given by the corporation to all stockholders and the stockholders shall notify the corporation of their intention to subscribe within thirty (30) days after such notice.

ARTICLE SEVEN
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 417 E. Virginia Street, Suite 1, Tallahassee, Florida 32301, and the name of its initial registered agent at such address is Capital Connection, Inc.

ARTICLE EIGHT
DIRECTORS

The number of directors constituting the initial board of directors of the corporation is two (2). The name and address of each person who is to serve as a member of the initial board of directors is:

Name	Address
Kimberly A. Graham	408 Caddie Drive, DeBary, FL 32713

ARTICLE NINE
INCORPORATOR

The name and address of the incorporator is:

NAME	Address
Kimberly A. Graham	408 Caddie Drive, DeBary, FL 32713

ARTICLE TEN
CONTRACT VALIDITY

No contract, act or transaction of this corporation with any person or persons, firm or other corporation, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any director of this corporation is a party to or interested in such contract, act or transaction, or in any way connected with such person, persons, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association or corporation in which he may in any way be interested. Any director of this corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

ARTICLE ELEVEN
AMENDMENT TO ARTICLES

These Articles of Incorporation of this corporation may be amended, changed, altered or repealed in the manner now or hereafter prescribed by the Florida Statutes and all rights conferred upon stockholders herein are granted subject to this reservation.

WITNESS my respective hand and seal this 31st day of May, 2001.

Atlantic Building Systems, Inc.
Kimberly A. Graham
Kimberly A. Graham
Its: Incorporator

STATE OF FLORIDA
COUNTY OF Seminole

I hereby certify that on this day before me, a notary public duly authorized to take acknowledgments, personally appeared KIMBERLY A. GRAHAM, to me known to be the person described as subscriber to the foregoing Articles of Incorporation and who executed same, and acknowledged before me that he subscribed to those Articles of Incorporation.

Witness my hand and official seal in the County and State named above this 31st day of May, 2001.

Karen D Jones
Print Name:
Notary Public
Commission No.:

Karen D Jones
My Commission DD019283
Expires May 30, 2005

CONSENT OF REGISTERED AGENT
OF
ATLANTIC BUILDING SYSTEMS, INC.

CAPITAL CONNECTIONS, INC., having been named as registered agent for Atlantic Building Systems, Inc. at the registered office for said corporation as designated in the foregoing Articles of Incorporation do hereby accept the designation.

Leilani White
Name: Leilani White

F:\Clients\TIMCON\Atlanticbldg\articlesinc.wpd

FILED
01 JUN -4 PM 12:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA