

**Electronic Articles of Incorporation
For**

P05000071120
FILED
May 16, 2005
Sec. Of State
bmcknight

BUILDERS FACTORY OUTLET, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

BUILDERS FACTORY OUTLET, INC.

Article II

The principal place of business address:

5180 INAUGUA WAY
C/O B. KIRBY
NAPLES, FL. 34119

The mailing address of the corporation is:

5180 INAUGUA WAY
C/O B. KIRBY
NAPLES, FL. 34119

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

2

Article V

The name and Florida street address of the registered agent is:

BETH L KIRBY
5180 INAGUA WAY
C/O B. KIRBY
NAPLES, FL. 34119

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: BETH L. KIRBY

Article VI

The name and address of the incorporator is:

BETH L. KIRBY
5180 INAGUA WAY
NAPLES, FL 34119

Incorporator Signature: BETH L. KIRBY

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
BETH L KIRBY
5180 INAGUA WAY
NAPLES, FL. 34119

Title: CFO
ROBERT W RICHARD
5180 INAGUA WAY
NAPLES, FL. 34119

Article VIII

The effective date for this corporation shall be:

07/01/2005