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CLARK, PARTINGTON, HART, LARRY, BOND, STACKHOUSE & STONE

ATTORNEYS AT LAW
POST OFFICE BOX 13010
PENSACOLA, FLORIDA
32501-3010

FILED

96 JUN -7 AM 11:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ONE PENNSACOLA PLAZA
125 WEST ROMANA STREET, SUITE 800
PENSACOLA, FLORIDA 32501

TELEPHONE (904) 434-0800
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MILLARD L. FRETLAND

SRC

L-2651

June 6, 1996

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*****122.50 *****122.50

Secretary of State
Division of Corporations
ATTN: NEW FILINGS
Post Office Box 6327
Tallahassee, FL 32314

Re: Gulf Coast Insulation, Inc.

Dear Sir:

I enclose herewith an original and a copy of Articles of Incorporation for the above-referenced corporation. In addition, a check in the amount of \$122.50 representing your filing fee is also enclosed.

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Very truly yours,


MILLARD L. FRETLAND

MLF\etc
Enclosures
cc: LeRoy Boyd (w.encl)

P/H
6/10/96

ARTICLES OF INCORPORATION
OF
GULF COAST INSULATION, INC.

FILED
96 JUN -7 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, LeROY BOYD, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of this corporation is GULF COAST INSULATION, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the corporation is 208 Hart Dr., Pensacola, Florida, 32503.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida and the laws of the United States, in particular the business of insulation installation, sales and contracting.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue six hundred (600) shares of \$1.00 par value common stock.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - RESTRICTIONS ON TRANSFER OF STOCK

Unless waived by written agreement among this corporation and its shareholders, shares held by persons receiving shares in the initial issue of stock in this corporation may not be resold to

other persons unless such shares are first offered to this corporation, and, if not so purchased, then to the other shareholders at the price and terms identical to the proposed sale to a third person. The restrictions contained in this Article VI may be modified by a separate written agreement among the corporation and the shareholders receiving shares in the initial issuance of stock of the corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation shall be 208 Hart Dr., Pensacola, Florida 32503, and the name of the initial registered agent of this corporation at that address is LeRoy Boyd.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws of the corporation, but shall never be less than three (3). The name and address of the initial directors of this corporation are:

LeRoy Boyd, 208 Hart Dr., Pensacola, Florida 32503;

Raymond Boyd, 1261 Albuquerque Cir., Florida 32505;

Willie G. Thomas, 4327 Acacia Dr., Pensacola, Florida
32503;

Jeffery A. Fountain, 350 Ensley St., Pensacola, Florida
32514.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles are:

LeRoy Boyd, 208 Hart Dr., Pensacola, Florida 32503.

FILED

ARTICLE X - COMMENCEMENT OF CORPORATE EXISTENCE

JUN -7 AM 11:30

The date for commencement of this corporation's existence shall be the date these Articles of Incorporation are filed with the office of the Secretary of State.

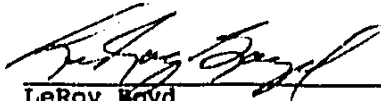
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 6th day of JUNE, 1996.

INCORPORATOR:


LeRoy Boyd (SEAL)

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of Gulf Coast Insulation, Inc.


LeRoy Boyd