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ACCOUNT NO. : 072100000032

REFERENCE : 254286 4701191

AUTHORIZATION : Patricia Pruitt 2/12/97

COST LIMIT : \$ 70.00

ORDER DATE : February 10, 1997

ORDER TIME : 9:18 AM

ORDER NO. : 254286-005

OFFICE DATE 2-12-97

400002083584--5

CUSTOMER NO: 4701191

CUSTOMER: Mr. Richard S. Bowers  
COACHMEN INDUSTRIES, INC.

601 E. Beardsley Avenue

Elkhart, IN 46514

FILED  
97 FEB 14 PM 2:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: VFP COMPOSITES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Richard W Whittaker

EXAMINER'S INITIALS:

KR  
2.14.97

634 3352

W97 - 2-11-97

RECEIVED  
97 FEB 11 AM 9:51  
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 11, 1997

CSC NETWORKS  
1201 HAYS ST  
TALLAHASSEE, FL

SUBJECT: VFP COMPOSITES, INC.  
Ref. Number: W97000003352

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for VFP COMPOSITES, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 897A00007176

RECEIVED  
96 FEB 14 PM 12:12  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
VFP COMPOSITES, INC.

OFFICE FILE  
2-12-97

effective 2/12/97  
FILED  
FEB 14 PM 2:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND PRINCIPAL OFFICE

The name of this Corporation is VFP Composites, Inc., with its principal office at:  
601 East Beardsley Avenue, Elkhart, Indiana 46514.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on February 12, 1997 or the date of its incorporation.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, including, but not limited to, the manufacturing and distributing of fiberglass and plastic products.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is c/o Corporation Service Company, 1201 Hays Street, Tallahassee, Florida, 32301. The name of the initial registered agent at such address is Corporation Service Company.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Thomas H. Corson	601 East Beardsley Avenue Elkhart, Indiana 46514
Keith D. Corson	601 East Beardsley Avenue Elkhart, Indiana 46514
Gary L. Groom	601 East Beardsley Avenue Elkhart, Indiana 46514

#### ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

#### ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

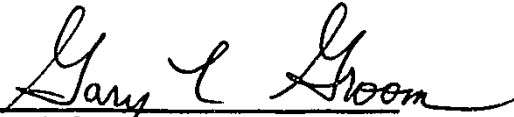
#### ARTICLE X - INCORPORATOR

The name and the person signing these Articles is Gary L. Groom, 601 East Beardsley Avenue, Elkhart, Indiana 46514.

#### ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 7th  
day of February, 1997.

  
\_\_\_\_\_  
Gary L. Groom  
Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES. DATED THIS 10 DAY OF FEBRUARY, 1997.

By: Vicki Schreiber, Asst. V.P.  
/ Vicki Schreiber, Asst. V.P. /  
Registered Agent

STATE OF INDIANA )

COUNTY OF ELKHART )

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Gary L. Groom, known to me and known to me to be the person, who, as Incorporator, executed the foregoing Articles of Incorporation of VFP Composites, Inc. and he acknowledges before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 7th day of February, 1997.

Brenda Leiter  
NOTARY PUBLIC, Brenda J. Leiter

My Commission expires: 7/16/97

My County of residence: Elkhart

1334D

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA