BOYES & ASSOCIATES, P.A.

ATTORNEYS & COUNSELORS AT LAW

P.O. Box 1424 Gainesville Fla. 32602 Telephone (352) 372-2684 Telefax (352) 375-8306 FILED CHORMARY OF STATE LIGHT OF COPPORATION

97 AUG 29 AM 8:51

PATRICE BOYES, ESQ.

P97000075512

Environmental & Land Use Law General Civil Administrative Law Labor & Employment Law

500002280055--6 -08/28/97--01088--012 ****122.50 ****122.50

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

To the party concerned:

Please file the enclosed Articles of Incorporation, which have been duly executed by the Incorporator of Keystone Truss Plant, Inc. Enclosed is a check for \$122.50 to cover the filing fee.

The certified copy of the Articles of Incorporation should be returned to me at the address in the letterhead.

Thank you for your prompt attention to this matter.

Sincerely,

Patrice Boyes, Esquire

Patrice Boyet

Counsel to the Incorporator

97 AUG 29 AM 8:51

ARTICLES OF INCORPORATION OF KEYSTONE TRUSS PLANT, INC.

The undersigned Incorporator hereby forms a Corporation under the laws of Florida, as follows:

ARTICLE I NAME & ADDRESS OF CORPORATION'S PRINCIPAL OFFICE

The name of the Corporation shall be: KEYSTONE TRUSS PLANT, INC.

The address of the Corporation's principal office is: 7061 HIGHWAY 21 NORTH, KEYSTONE HEIGHTS, FLORIDA 32656.

ARTICLE II **DURATION**

The date of corporate existence will commence on the date of filing these Articles of Incorporation by the Office of the Secretary of State of the State of Florida, and the Corporation will have perpetual existence thereafter.

ARTICLE III **PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE IV **POWERS**

The Corporation will have power to:

Perpetual succession by its corporate name;

Sue and be sued, complain and defend in its corporate name in all actions or proceedings;

Have a seal and to use it by impressing, affixing or in any other manner c)

reproducing it;

d) Purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated;

Sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets; and

Make contracts and guaranties and incur liabilities, borrow money, issue its own notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

g) Elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.

h) Make and alter By-Laws, not inconsistent with these Articles of Incorporation and the laws of Florida, for the administration and regulation of the affairs of the Corporation.

i) Make donations for the public welfare or for charitable, scientific or educational purposes.

j) Be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.

k) Have and exercise all powers necessary or convenient to effect its purpose.

 Pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

m) Lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

n) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

ARTICLE V CAPITAL STOCK

This Corporation is authorized to issue FIVE HUNDRED (500) shares of common stock at \$1.00 par value.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of the Corporation is 6967 Crystal Lake Road, Starke Florida, 32091; and the initial registered agent is Antonio Galan, at that address.

ARTICLE VII DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may change from time to time, but will never be fewer than one (1).

ARTICLE VIII INITIAL DIRECTOR

The name and address of the initial director is: Francisco Galan, 6963 Crystal Lake Road, Starke Florida, 32091.

ARTICLE IX INCORPORATOR

The name and address of the individual signing these articles is: Francisco Galan, 6963 Crystal Lake Road, Starke Florida, 32091.

ARTICLE X SPECIAL PROVISION

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of this Corporation.

ARTICLE XI INDEMNIFICATION

The Corporation shall indemnify any officer, director, or employee of the Corporation or any former officer, director or employee of the Corporation, to the full extent permitted by Florida law.

ARTICLE XII PREEMPTIVE RIGHTS

Every Shareholder, 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XIII CUMULATIVE VOTING

At each election for directors each Shareholder entitled to vote at such election shall have the right to vote by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

FILED SECRETARY OF STATE DIVISION OF CORPORATION

ARTICLE XIV RESTRICTIONS ON TRANSFER

97 AUG 29 AM 8:51

Transfer of shares in this Corporation is restricted pursuant to the Corporation's By-Laws.

WHEREFORE, the undersigned Incorporator has executed these Articles of Incorporation on this <u>37</u> day of <u>AUG</u>, 1997.

Francisco Galan

Having been named to accept service of process for the above stated Corporation, at the place designated herein, I hereby accept to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 27 day of AUC, 1997.

Francisco Galan

STATE OF FLORIDA

COUNTY OF ALACHUA

BEFORE ME, personally appeared Francisco Galan, who being personally known to me and who did not take an oath, deposes and says that he is an Incorporator of these Articles of Incorporation and as such Incorporator verified that all statements and information contained herein are true and correct.

DATED this 27th day of August, 1997.

(SEAL)

PATRICE F. BOYES
MY COMM EXP. 12-30-95
BONDED BY SERVICE INS CO
NO CC172723

Patrice F. Boyes Notary Public

My Commission Expires: