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C T CORPORATION SYSTEM

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, Florida 32301  
City State Zip Phone  
904-222-1092

CORPORATION(S) NAME

Quality Boiding Products, Inc.

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TALLAHASSEE, FLORIDA

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THANK YOU ! Mandi Kent

*Mandi Kent*  
6/9/99

**ARTICLES OF INCORPORATION  
OF  
QUALITY BUILDING PRODUCTS, INC.**

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TALLAHASSEE, FLORIDA

The undersigned natural person, having capacity to contract and acting as the incorporator of a corporation under the Florida Business Corporation Act (the "Act"), adopts the following Articles of Incorporation for such corporation:

1. The name of the corporation is Quality Building Products, Inc.
2. The street address (and mailing address) of the initial principal office is 1121 Alderman Drive, Suite 200, Alpharetta, Georgia 30005.
3. The aggregate number of shares which the corporation shall have the authority to issue is One Hundred Thousand (100,000), which all consist of one class only, and are designated as "Common Stock." The shares of Common Stock shall have no par value. The holders of the shares of Common Stock shall be entitled to (i) unlimited voting rights on all matters as to which shareholders are required or permitted to vote under the Act, as the same exists or may hereafter be amended, and (ii) receive the net assets of the corporation upon dissolution.
4. The street address of the initial registered office of the corporation is 1200 South Pine Island Road, Plantation, Florida 33324, and the name of the initial registered agent of the corporation at such office is CT Corporation System. CT Corporation System is familiar with, and hereby accepts, the obligations of its appointment as registered agent.

By: Connie Bryan  
Connie Bryan, **CONNIE BRYAN**  
SPECIAL ASSISTANT SECRETARY


5. The number of directors constituting the initial Board of Directors is three (3), and the names and addresses of the persons who are to serve as the directors until the first annual meeting of shareholders or until their successors are elected and qualify are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Joseph J. Jillson	3537 Southwest Corporate Parkway Palm City, Florida 34990
John M. Nixon	3537 Southwest Corporate Parkway Palm City, Florida 34990
Larry T. Solari	100 Clock Tower Place, Suite 200 Carmel, California 93923

6. The name and address of the incorporator are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Paul D. Amos	Waring Cox, PLC 50 North Front Street, Suite 1300 Memphis, Tennessee 38103

Date: June 8, 1999.

  
Paul D. Amos, Incorporator