

ARTICLES OF INCORPORATION
OF
AIR TIGHT INSULATION, INC.

KNOW ALL MEN BY THESE PRESENTS that, the undersigned, as incorporators of a corporation under the Code of Alabama, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is **AIR TIGHT INSULATION, INC.**

SECOND: The period of its duration is perpetual.

THIRD: The purposes for which this corporation is formed are:

- (a) The installation of commercial and residential insulation.
- (b) To do and engage in any business which a natural person can do.
- (c) To manufacture, purchase, or otherwise acquire, own, pledge, sell, assign, and transfer or otherwise dispose of, and invest, trade and deal in and with goods, wares and merchandise of every class and description, whether or not the same specifically pertain to the classes of business above specified.
- (d) To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, country, state, body politic or government or colony or dependency thereof.
- (e) To purchase, acquire, hold, improve, sell, convey, assign, exchange, mortgage, encumber, lease, hire and deal in real and personal property of every kind and character.
- (f) To purchase, acquire, hold, subdivide, develop, and operate real estate to erect buildings thereon, and to sell, lease, maintain, own, repair and operate such properties.
- (g) To borrow and lend money and to give or take security therefor by way of mortgage,

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pledge, transfer or assignment of real or personal property of every nature and description.

(h) To purchase or otherwise acquire its own shares of stock (so far as may be permitted by law) and its bonds, debentures, notes, scrip or other securities, or evidence of indebtedness, and to hold, sell, transfer or reissue the same.

(i) Generally to purchase, take or lease, or exchange, hire, or otherwise acquire any real and personal property or any rights or privileges therein, which this corporation may think necessary or convenient for the purposes of its business, and to buy, own, and hold real property for the purposes of securing debts due the corporation, and to sell and dispose of the same at will, and to make any and all necessary instruments of conveyance therefor.

(j) To issue bonds, debentures, or obligations of this corporation from time to time, for any of the objects of other purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust, or otherwise.

(k) To do all and everything necessary and proper for the accomplishment of the objects herein enumerated or necessary or incidental to the protection and benefit of the corporation, and in general to carry on any lawful business necessary or incidental to the attainment of the purposes of the corporation, whether such business is similar in nature to the objects and powers hereinabove set forth or otherwise; but nothing herein contained is to be construed as authorizing this corporation to carry on the business of banking or that of a trust company or that of the business of insurance in any of its branches.

The foregoing clauses shall be construed as the objects and purposes of the corporation in addition to those powers specifically conferred upon the corporation by law, and it is hereby expressly provided that the foregoing specific enumeration of powers shall not be held to limit or restrict in any manner the powers of the corporation otherwise granted by law.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1,000) of the par value of One and No/100 Dollars (\$1.00) per share.

FIFTH: The address of the initial registered office of the corporation is 16 Monte Verde Lane, Montevallo, Alabama 35115 and the name of its initial registered agent at such address is William F. Dial, II.

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

<u>NAME</u>	<u>ADDRESS</u>
William F. Dial, III	16 Monte Verde Lane Montevallo, AL 35115
William F. Dial, II	16 Monte Verde Lane Montevallo, AL 35115
Rebecca Elizabeth Dial	16 Monte Verde Lane Montevallo, AL 35115

SEVENTH: The names and addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
William F. Dial, III	16 Monte Verde Lane Montevallo, AL 35115
William F. Dial, II	16 Monte Verde Lane Montevallo, AL 35115
Rebecca Elizabeth Dial	16 Monte Verde Lane Montevallo, AL 35115

IN WITNESS WHEREOF, the undersigned incorporators have hereunto subscribed their signatures to these Articles of Incorporation on this the 7th day of August, 2001.

William F. Dial III
WILLIAM F. DIAL, III

William F. Dial II
WILLIAM F. DIAL, II

Rebecca E. Dial
REBECCA ELIZABETH DIAL

This instrument was prepared by:

Donna J. Beaulieu
Attorney at Law
Suite 6, 2166 Highway 31 South
Pelham, Alabama 35124
Mail: P.O. Drawer 357
Saginaw, AL 35137

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Air Tight Insulation, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Donna Beaulieu, PO Box 357, Saginaw, AL 35137 for a period of one hundred twenty days beginning April 19, 2001 and expiring August 18, 2001.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

April 19, 2001

Date



Jim Bennett

Secretary of State



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