

306
ARTICLES OF INCORPORATION
OF
B & B ROOFING, INC.

STATE OF ALABAMA)

SHELBY COUNTY)

TO THE HONORABLE JUDGE OF PROBATE, THOMAS SNOWDEN:

The undersigned Brian Brashier and Robert Batey, acting as the
incorporators of a corporation under the Code of Alabama, adopts the
following Articles of Incorporation for such corporation.

ARTICLE I

The name and style of the proposed corporation is B & B ROOFING,
INC.

ARTICLE II

The period of existance of this corporation shall be perpetual.

BOOK 26 PAGE 965
JOHN PATTERSON
PUBLIC ACCOUNTANT
1891 HOOVER COURT, SUITE NO. 8
BIRMINGHAM, ALABAMA 35226

ARTICLE III

The purpose or purposes for which the Corporation is organized are:

(a) The installation, maintenance and repair of roofing, and related items for profit.

(b) To do everything necessary and proper for the accomplishment of any of the purposes, or the attainment of any of the objectives or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other act or acts, thing or things, incidental to or growing out of or connected with the aforesaid business of powers, or any part or parts thereof; provided, the same is not inconsistent with the laws under which this corporation is organized.

(c) To borrow money, and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount, and to secure the same by mortgage, pledge, or otherwise, and generally to make and perform agreements and contracts of every kind and description; to open and maintain any and all types of bank accounts on behalf of the corporation.

(d) The corporation may make and issue promissory notes or debentures containing provisions deferring the payment thereof until all other classes of debts or obligations of the corporation have been paid or provided for, and making the holders of such debentures inferior in right to other classes of creditors, and providing that other classes of creditors shall be preferred in the payment of their claims to be holders of such debentures, and that, in case of dissolution or liquidation, all creditors of the corporation other than the debenture holders shall be entitled to full payment of their claims before any part of the assets of the corporation shall be applied to the payment of such debentures; such debentures to be such form and with such provisions as the Board of Directors may prescribe.

(e) To the same extent as natural persons might or could do, purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage, or otherwise dispose of and deal in lands and personal or mixed property, and any franchise, rights, licenses, or privileges necessary, convenient, or appropriate for any of the purposes herein expressed.

(f) To improve, manage, develop, sell, assign, transfer, lease, mortgage, pledge or otherwise dispose of or turn to account or deal with, all or any part of the property of the company, and from time to time to vary any investment or employment of capital of the company.

(g) To acquire by purchase, subscription, or otherwise and to hold for investment or otherwise, and to use, sell, assign, transfer, mortgage, pledge or otherwise deal with or dispose of stocks, bonds, or any other obligations or securities of any corporation or corporations: To merge or consolidate with any corporation in such manner as may be permitted by law: To aid in any manner any corporation whose stocks, bonds, or other obligations are held or in any manner guaranteed by the company, or in which the company is in any way interested; To do any other acts or things for the preservation, protection, improvement or enhancement of the value of any such stock, bonds or other obligations to exercise all the rights, powers and privileges of ownership thereof, and to exercise any and all voting powers thereon; to guarantee the payment of dividends upon any stock, or the principal or interest or both, of any bonds or other obligations, and the performance of any contracts.

(h) The company shall have powers to conduct and carry on its business, or any part thereof, and to one or more offices, and to exercise all or any of its corporate powers and rights in the State of Alabama, and in the various other states, territories, colonies, and dependencies of the United States, in the District of Columbia, and in all or any foreign countries.

(i) To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this corporation, and to all things specified in Title 10, Section 10-2-160, Code of Alabama, 1975, as amended and to have and to exercise all powers conferred by the laws of the State of Alabama on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinbefore set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations, or corporations, and in any part of the world.

(j) To conduct the affairs and to exercise the powers of the corporation and to conduct the business of the corporation outside the territorial United States.

ARTICLE IV

The aggregate number of shares which the corporation shall have the authority to issue is Two Hundred (200) shares of common stock of the par value of Twenty Six (26) Dollars each, and the corporation shall begin business with Two Hundred (200) shares of the Capital stock.

ARTICLE V

BOOK 26 PAGE 968
The dates on which the stockholders annual meeting shall be held, the number of directors and their terms of office and the terms of office of the officers and their duties and their powers shall be fixed by the By-laws of the Corporation. Officers may be created by the By-laws and filled by the Board of Directors. The Corporation shall have the power to make By-laws for the government and regulation of the Corporation, its agents, servants, officers and employees.

ARTICLE VI

The address of the initial registered office of the Corporation is Route 2, Box 192-A, Montevallo, Alabama 35115, and the name of its initial registered agent at its address is Brian Brashier.

ARTICLE VII

The number of Directors constituting the initial Board of Directors of the Corporation is Two (2), and the names and addressed of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified.

Brian Brashier
Robert Batey

Route 2, Box 192-A, Montevallo, Alabama 35115
585 Bridle Trace Drive, Leeds, Alabama 35094

ARTICLE VIII

The names and addresses of the incorporators are:

| | | |
|----------------|------------|---------------------|
| Brian Brashier | 100 shares | Montevallo, Alabama |
| Robert Batey | 100 shares | Leeds, Alabama |

ARTICLE IX

The names and addresses of the officers are:

| | | |
|----------------|----------------|---------------------|
| Brian Brashier | President | Montevallo, Alabama |
| Robert Batey | Vice President | Leeds, Alabama |
| | Secretary | |

IN WITNESS WHEREOF, the undersigned incorporators, Brian Brashier and Robert Batey, have subscribed their names to the Articles of Incorporation this the 1st day of July, 1984.

William Brian Brashier
Brian Brashier

Robert W Batey
Robert Batey



STATE OF ALABAMA

I, Don Siegelman, 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 10-2A-26, Code of Alabama 1975, the corporate name _____

B & B Roofing, Inc.

26 ^{PAGE} is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of B & B Roofing, Inc.

for a period of one hundred twenty days from this date. In the case of a domestic corporation, the name of the county in which the corporation was or is proposed to be incorporated is _____. I further certify that as set out in the application for reservation of corporate name, the Secretary of State's office does not assume any responsibility for the availability of the corporate name requested nor for any duplication which might occur.

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.

September 11, 1984 - expires 1-10-85

Date _____

Don Diego de

Don Siegelman

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

B & B ROOFING, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of B & B ROOFING, INC., duly signed pursuant to the provisions of Section 64 of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of B & B ROOFING, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 6th day of DECEMBER, 1984.



STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

1984 DEC -6 AM 11:47

THOMAS A. BROWDER, JR.
JUDGE OF PROBATE

Thomas A. Browder, Jr.

Judge of Probate

Rec. 3500
102
3602