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STATE OF ALABAMA)
SHELBY COUNTY)

IN THE PROBATE COURT OF
SHELBY COUNTY, ALABAMA

TO THE HONORABLE THOMAS A. SNOWDEN, JR., PROBATE JUDGE OF SHELBY COUNTY,
ALABAMA:

The undersigned, desiring to form a corporation under the provisions
of the laws of the State of Alabama, do make and file this their
Certificate of Incorporation, and do set forth as follows:

1. The name of the corporation shall be:

BROWN'S INSULATION, INC.

2. The objects for which the corporation is formed are:

(a) To act as a general contractor for the construction, repairing
and remodeling of buildings and public works of all kinds, and for the
improvement of real estate, and the doing of any and all other business and
contracting incidental thereto, or connected herewith, and the doing and
performing of any and all acts or things necessary, proper, or convenient for
or incidental to the furtherance or the carrying out of the powers or purposes
herein mentioned.

(b) To engage in the application of insulation materials on
commercial, industrial, and residential buildings of all types, new and old;
and to engage in the general insulating business as general insulating con-
tractors or otherwise.

(c) To acquire, and pay for in cash, stocks or bonds of this
corporation or otherwise, the good-will, right, assets and property and to
undertake or assume the whole or any part of the obligations or liabilities
of any person, firm, association of corporation.

(d) To manufacture, purchase or otherwise acquire, own, mortgage,
pledge, sell, assign, transfer, or otherwise dispose of, to invest, trade,
deal in and deal with real and personal property of every class and

Bryant A. Whitman, Jr.
903 Edg
Bldg

description.

(e) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of, the shares of the capital stock of, or any bonds, securities or evidence of indebtedness created by any other corporation or corporations organized under the laws of this state or any other state, county, nation or government, and while the owner thereof to exercise all the rights, powers and privileges of ownership.

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

(g) To buy or sell any kind of property, real, personal or mixed.

(h) To own real or personal property, and to buy and sell, mortgage, lease, sublease, exchange or in any way deal in and with property, real personal or mixed.

(i) To borrow and lend money, with or without security, to give and take any kind of security for any debt or obligation owned or due by or to the corporation.

(j) To buy, sell, own or control stocks or bonds of any other corporation.

(k) To enter into and execute contracts, agreements, notes mortgages and any other writing necessary or appropriate in connection with or for any and all corporate objects or purposes.

(l) To do all things necessary, desirable or proper for the carrying out of any one or more of the special objects hereinabove specified, and to do all things allowed by law to be done by corporations of like kind; the setting forth of special powers herein not being in any

sense a limitation of the powers of this corporation.

3. The aggregate number of shares which the corporation shall have authority to issue is One Hundred (100), with a par value of Ten Dollars (\$10.00) per share.

4. The address of the initial registered office of the corporation is:
2217 Lisa Ann Drive
Leeds, Alabama 35094

and the name of its initial registered agent at such address is James Allen Brown.

5. The number of directors constituting the initial board of directors of the corporation is two (2), and the names and addresses of the person who is to serve as director until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME	ADDRESS
James Allen Brown	2217 Lisa Ann Drive Leeds, AL 35094
Paula Brown	2217 Lisa Ann Drive Leeds, AL 35094

6. The name and address of the incorporator is:

NAME	ADDRESS
James Allen Brown	2217 Lisa Ann Drive Leeds, AL 35094
Paula Brown	2217 Lisa Ann Drive Leeds, AL 35094

7. The corporation is a close corporation authorized by Section 10-2A-300 through 10-2A-313, Code of Alabama (1975), as amended.

8. Any amendment to terminate the corporation status as a close corporation, a vote greater than one-third (1/3) of all shares shall be required.

The formation of the corporation as a close corporation has been authorized by the affirmative vote of all holders of and subscribers to shares of the corporation.

Dated: 5 - 20 -, 1986.

James Allen Brown
James Allen Brown, Incorporator

Paula Brown
Paula Brown, Incorporator



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 _____

Brown's Insulation, Inc.

is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of Brown's Insulation, 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 shelby. 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.

March 19, 1986- expires 7-18-86

Date

Don Siegelman

Don Siegelman

Secretary of State



State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

BROWN'S INSULATION, 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 BROWN'S INSULATION, INC., duly signed pursuant to the provisions 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 BROWN'S INSULATION, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 10th day of JUNE, 19 86.

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

1986 JUN 10 AM 8:04

Thomas A. Smucker, Jr.
JUDGE OF PROBATE

Thomas A. Smucker, Jr.

Judge of Probate

Rec 35.00
Jud 1.00
36.00