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ARTICLES OF INCORPORATION  
OF  
ROOFING MEMBRANE SYSTEMS, INC.

The undersigned, acting as incorporator of a corporation under the laws of the State of Alabama, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is ROOFING MEMBRANE SYSTEMS, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

(a) To assemble, construct, maintain and repair roofing for commercial and industrial businesses and to do all things necessary therewith to perform this business purpose.

(b) To acquire the good will, rights, assets and properties, and to undertake the whole or any part of the liabilities of any person, firm, association or corporation; to pay for the same in cash, the stock or other securities of the corporation or otherwise; to hold, or in any manner dispose of the whole or any part of the business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of any such business.

(c) To enter into, make and perform contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association, or corporation, town, city, county, state, territory, government or governmental subdivision.

(d) To enter into any plan or project, including any legal arrangement for sharing of profits, for the assistance and welfare of its employees.

(e) To have one or more offices to carry on all its operations and businesses without restriction or limit as to amount, both within and

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without the State of Alabama, other states, districts, territories, possessions or colonies of the United States, and in any and all foreign countries, in any lawful manner.

(f) To carry on any other lawful business in connection with the foregoing.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is Five Thousand (5,000) shares of common stock, with the par value of One Dollars (\$1.00) per share.

FIFTH: The number of directors constituting the initial Board of Directors of the corporation is one (1), and the name and address of the person to serve as director until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

Drew Leach  
1205 Inverness Cliffs  
Birmingham, Alabama 35242

SIXTH: The address of the initial registered office of the corporation is 1205 Inverness Cliffs, Birmingham, Alabama 35242, and the name of its initial registered agent at such address is Drew Leach.

SEVENTH: The names and addresses of the incorporators are:

Drew Leach  
1205 Inverness Cliffs  
Birmingham, Alabama 35242

Dated this the 2nd day of March, 1990.

Witnesses:



  
Drew Leach, INCORPORATOR



## OFFICE OF THE SECRETARY OF STATE

State of Alabama

**PERRY A. HAND**

SECRETARY OF STATE

### NAME RESERVATION CERTIFICATE

FOR

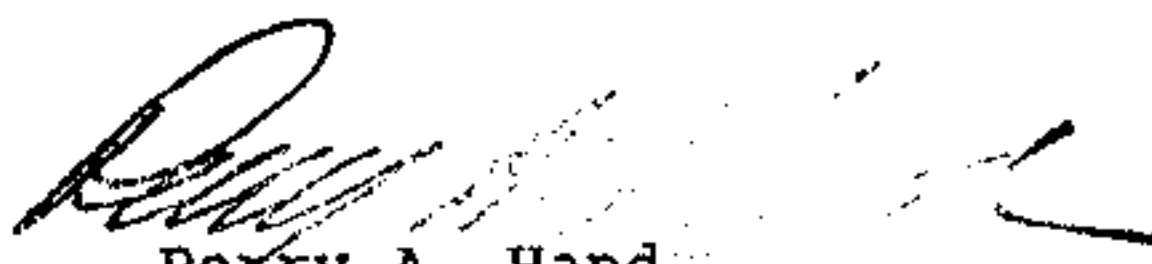
Roofing Membrane Systems, Inc.

I, Perry A. Hand, 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, based upon an examination of the corporation records on file in this office, the corporate name "Roofing Membrane Systems, Inc." is reserved as available.

This domestic corporation name is proposed to be incorporated in Jefferson County and is for the exclusive use of Kim Alvarez, P. O. Box 1189, Gadsden, AL 35902 for a period of one hundred twenty days beginning February 6, 1990 and expiring June 7, 1990.

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 February 6, 1990.



  
Perry A. Hand  
Secretary of State

# State of Alabama

Shelby

County

## CERTIFICATE OF INCORPORATION

OF

Roofing Membrane Systems, 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 Roofing Membrane Systems, 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 Roofing Membrane Systems, Inc., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 8th day of March, 19 90.

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

Judge of Probate

90 MAR -8 AM 8:41

JUDGE OF PROBATE

