

Articles of Incorporation

of

Central Builders Supply, Inc. of Pelham, Alabama

Pursuant to the provisions of the Alabama Business Corporation Act, the undersigned hereby adopts the following Articles of Incorporation.

Article I

The name of the corporation is:

Central Builders Supply, Inc. of Pelham, Alabama

Article II

The duration of the corporation is perpetual.

Article III

Purposes

The corporation has been organized for the following purposes: Operation of a wholesale and retail building supplies business and the transaction of any or all lawful business for which corporations may be incorporated under this chapter.

Article IV

Authorized Capital Stock

The number of shares which the corporation shall have the issue is 10,000 shares and the par value of each share shall be \$00.01 for a total authorized capital of \$100.00 (One Hundred Dollars). If the shares are to be without par value, the "no par value" should be stated.

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Article V

Registered Office/Agent

The location and mailing address of the initial registered office shall be 110 Parker Drive, Pelham, Alabama, 35216, and its registered agent at such address shall be Wayne Sides.

Article VI

Board of Directors

The names and addresses of the initial Board of Directors are:

Wayne Sides - Chairman of the Board
2574 Martha Cir.
Pelham, AL 35124

John White - Secretary/Treasurer
3619A Snapwood Road
Hoover, AL 35216

These two members shall serve indefinitely, four others to be re-elected annually.

Roger Wilkins
5445 South Shades Crest
Birmingham, AL 35023

Terry Davis
132 Newgate Road
Alabaster, AL 35007

Richard Bousack
5894 Fletcher Road
McCalla, AL 35111

Bill Fargason
1383 Eden Ridge Circle
Hoover, AL 35244

Article VII

Incorporators

The names and addresses of the incorporators are as follows:

Wayne Sides
2574 Martha Circle
Pelham, AL 35124

John White
3629A Snapwood Road
Hoover, AL 35216

Article VIII

Corporate Attorney

The name of the corporate attorney shall be:

Robyn G. Bufford, Esquire
Bennitt & Bufford, L.L.C.
One Perimeter Park South
Suite 325 North Tower
Birmingham, AL 35243
(205)970-0813

Article IX

Corporate Accountants

The name of the corporate accountants shall be:

Timothy S. Clark
Certified Public Accountant
1520 Third Avenue North
Post Office Box 360086
Birmingham, AL 35236

James E. Green & Associates, CPAS
Post Office Box 370812
Birmingham, AL 35237

Article X

Fiscal Matters

10.1 Fiscal Year: The fiscal year of this corporation shall begin on the First Day of December each year, unless otherwise determined by resolution by resolution of the members.

10.2 Deposits: All funds of Central Builders Supply, Inc. of Pelham, shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositors as the Members may select. Three members are authorized the make the corporate deposits. These shall be:

Wayne Sides
John White
Arvle Cooper

10.3 Checks, Drafts, Inc.: All checks, drafts or other orders for payment of money, and all notes or other evidences of indebtedness issued in the name of the corporation shall require the signatures of both the Chairman of the Board and the Secretary/Treasurer if the amount is in excess of Five Hundred Dollars (\$500.00).

One of the above-mentioned signatures shall suffice if the check, draft, etc. as heretofore named, is in an amount less than Five Hundred Dollars (\$500.00)

10.4 Loans: No loans shall be contracted on behalf of this corporation or no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the members. Board members having final approval of such loans are as follows:

Wayne Sides, Chairman of the Board

John White, Secretary/Treasurer

10.5 Contracts The members may authorize Wayne Sides, Chairman of the Board, and John White, Secretary/Treasurer to enter into any contract or execute any instrument in the name of and in behalf of the Corporation, and such authority may be general or confined to specific instances.

Article XI

Miscellaneous

11.1 Duality of Interest Transaction: Members of this Corporation have a duty of undivided loyalty to this Corporation in all matters affecting this Corporation's interest.

11.2 Anticipated Transaction: It is anticipated that the Members will have other legal and financial relationships. Representatives of this Corporation, along with representatives of other entities, may from time to time, participate in joint development of contracts and transactions designed to be fair and reasonable to each participant and to afford an aggregate benefit to all participants. Therefore, it is anticipated that this Company will desire to participate in such contracts and transactions and, after ordinary review for reasonableness, that the participation of the Corporation in such contracts and transactions may be authorized by the Members.

11.3 Gender and Number: Whenever the context requires, the gender or all words used herein shall include the masculine, feminine and neuter, and the

number of all words shall include the singular and plural thereof.

11.4 Articles and Other Headings: The Articles and other headings contained in this Articles of Incorporation are for reference purposes only and shall not affect the meaning or interpretation.

11.5 Reimbursement of Officers and Members: Officers and Members shall receive reimbursement for expenses reasonably incurred in the performance of their duties.

Article XII

Amendments

These articles of incorporation may be altered, amended, restated or repealed and new Articles of Incorporation may be adopted by two-thirds action of all voting shares, after notice and opportunity for discussion of the proposed alteration, amendment, restatement, or repeal.

Any provision, not consistent with the law, for the regulation of the internal affairs of the Corporation or for the restriction of the transfer of shares may be added.

IN WITNESS THEREOF, the undersigned incorporators have executed these Articles of Incorporation, on this, the 20 day of December, 1996.

J. E. Wilson

T. Wayne Day

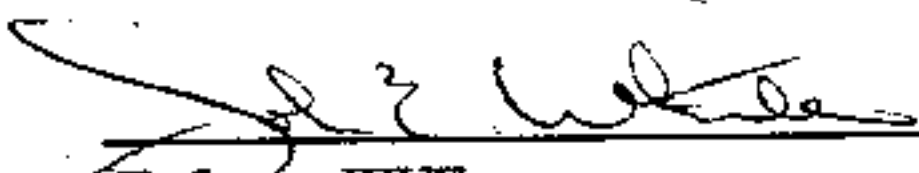
INCORPORATORS WAIVER OF NOTICE

CENTRAL BUILDERS SUPPLY, INC., OF PELHAM

The undersigned, being the incorporator of the above named Corporation, hereby waives notice of the time and place at, and of the purpose for, which any meeting of the Corporation has been, or shall be called or held.



Wayne Sides



John White

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:

Central Builders Supply, Inc. of Pelham, Alabama

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Robin Bufford, 1 Perimeter Park South Ste 325 No, Birmingham, AL 35243 for a period of one hundred twenty days beginning November 27, 1996 and expiring March 28, 1997.

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.

November 27, 1996

Date

Jim Bennett



Jim Bennett

Secretary of State

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