

9123479

ADAMSCRAFT HOOD PRODUCTS, INC.

12/31/91

**Secretary of State**  
**Business Services and Regulation**

**Suite 315, West Tower**

**2 Martin Luther King Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

CHARTER NUMBER : 9123479 EP  
DATE INCORPORATED: DECEMBER 31, 1991  
COUNTY : ROCKDALE  
EXAMINER : PAM E NEAL  
TELEPHONE : 404-656-2968

8

MAILED TO:

MICHAEL TERRELL  
1437 IRIS DR STE 202  
CONYERS GA 30208

**CERTIFICATE OF INCORPORATION**

I, MAX CLELAND, SECRETARY OF STATE AND THE CORPORATIONS  
COMMISSIONER OF THE STATE OF GEORGIA DO HEREBY CERTIFY, UNDER THE  
SEAL OF MY OFFICE, THAT

-----  
"ADAMSCHAWT WOOD PRODUCTS, INC."  
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HAS BEEN DULY INCORPORATED UNDER THE LAWS OF THE STATE OF GEORGIA  
ON THE DATE SET FORTH ABOVE, BY THE FILING OF ARTICLES OF INCOR-  
PORATION IN THE OFFICE OF THE SECRETARY OF STATE AND THE FEES  
THEREFOR PAID, AS PROVIDED BY LAW, AND THAT ATTACHED HERETO IS A  
TRUE COPY OF SAID ARTICLES OF INCORPORATION.

WITNESS, BY HAND AND OFFICIAL SEAL, IN THE CITY OF ATLANTA  
AND THE STATE OF GEORGIA ON THE DATE SET FORTH BELOW.

DATE: JANUARY 07, 1992

*Max Cleland*

MAX CLELAND  
SECRETARY OF STATE

*Verley J. Spivey*

VERLEY J. SPIVEY  
DEPUTY SECRETARY OF STATE



SECURITIES  
656-2894

CEMETERIES  
656-3079

CORPORATIONS  
656-2817

CORPORATIONS HOT-LINE  
404-656-2222  
Outside Metro-Atlanta

91 069

105 0000

ARTICLES OF INCORPORATION  
OF  
"ADAMSCRAFT WOOD PRODUCTS, INC."

I

The name of the corporation is "ADAMSCRAFT WOOD PRODUCTS, INC."

II

The corporation is organized pursuant to the provisions of the Georgia Business Corporation Code.

III

The corporation shall have perpetual duration.

IV

The corporation is a corporation for profit and is organized for the following purposes:

- (a) To operate and manage a business making and working with wood products to sell to the public;
- (b) To carry on any lawful business or activities related to the stated purpose(s);
- (c) To perform any and all other acts and business permitted by law.

V

The corporation shall have the authority to issue not more than 100,000 shares of common stock with par value of \$1.00 per share.

VI

The corporation shall not commence business until it shall have received not less than \$500.00 in payment for the issuance of stock.

VII

The initial registered agent of the corporation shall be Michael Terrell. The initial registered office of the corporation shall be located in Rockdale County, Georgia and the

street address of said initial registered office of the corporation shall be 1431 Iris Drive, Suite 202, Conyers, Georgia 30208.

VIII

The mailing address of the initial principal office of the corporation shall be:

P. O. Box 81328  
Conyers, Georgia 30208

IX

The initial Board of Directors shall consist of:

Timothy A. Adams  
Victoria A. Adams

X

The name and address of the Incorporator is:

MICHAEL TERRELL  
1431 Iris Drive, Suite 202  
Conyers, Georgia 30208.

XI

The Board of Directors may from time to time, in its discretion, distribute to the shareholders out of the capital surplus of the corporation a portion of the assets, in cash or in property.

XII

The corporation shall be authorized, upon the adoption of a resolution by the Board of Directors, to purchase its own shares from the unreserved and unrestricted capital surplus available therefor.

IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation this        day of December, 1991.

MICHAEL TERRELL & ASSOCIATES

BY: 

Michael Terrell, Attorney for Incorporator

Michael Terrell & Associates  
Attorneys at Law  
1431 Iris Drive, Suite 202  
Conyers, Georgia 30208  
(404) 483-8000

BSR (31)  
Dec 31 8 56 AM '91  
SECRETARY OF STATE

**Secretary of State**  
**Business Services and Regulation**

**Suite 315, West Tower**

**2 Martin Luther King Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

FORM NUMBER : NR  
CERTIFICATE DATE : 12/06/91  
DOCKET NUMBER : 91336494  
EXAMINER : STACY GILLEY  
TELEPHONE : 404-656-3173

**REQUESTED BY:**

**MICHAEL TERRELL & ASSOC/ KAREN**  
**#202 1431 IRIS DRIVE**  
**CONYERS GA 30208**

**NAME RESERVATION CERTIFICATE**

THE RECORDS OF THE SECRETARY OF STATE HAVE BEEN REVIEWED AND THE FOLLOWING NAME IS NOT IDENTICAL TO, AND APPEARS TO BE DISTINGUISHABLE FROM, THE NAME OF ANY OTHER EXISTING CORPORATION, PROFESSIONAL ASSOCIATION, OR LIMITED PARTNERSHIP ON FILE PURSUANT TO THE APPLICABLE PROVISIONS OF GEORGIA LAW. (TITLE 14 OF THE OFFICIAL CODE OF GEORGIA ANNOTATED).

-----  
"ADAMSCRAFT WOOD PRODUCTS, INC."  
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THIS CERTIFICATE SHALL BE VALID FOR A NONRENEWABLE PERIOD OF NINETY (90) DAYS FOR PROFIT AND NONPROFIT CORPORATIONS, PROFESSIONAL ASSOCIATIONS (DP, FP, DN, FN, & PA), OR LIMITED PARTNERSHIPS (7D OR 7F), FROM THE DATE OF THIS CERTIFICATE. PLEASE SUBMIT THE ORIGINAL CERTIFICATE (WHITE COPY) WITH THE ARTICLES OF INCORPORATION, CERTIFICATE OF LIMITED PARTNERSHIP, APPLICATION FOR PROFESSIONAL ASSOCIATION OR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS

NAME RESERVATIONS ARE NOT RENEWABLE AFTER EXPIRATION OF THE STATUTORY RESERVATION PERIOD SET OUT ABOVE.

*Max Cleland*

MAX CLELAND  
SECRETARY OF STATE

*Verley J. Spivey*

VERLEY J. SPIVEY  
DEPUTY SECRETARY OF STATE



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656-2817

CORPORATIONS HOT-LINE  
404-656-2222  
Outside Metro-Atlanta

91 069

185 0003

**MICHAEL TERRELL & ASSOCIATES**

ATTORNEYS AT LAW

MICHAEL TERRELL  
H. DOUGLAS HANKS  
KATHY A. DAVIS

1431 IRIS DRIVE - STE. 202  
CONYERS, GEORGIA 30208  
TELEPHONE (404) 483-8000

**CONSENT TO APPOINTMENT AS REGISTERED AGENT**

Honorable Max Cleland  
Secretary of State, Ex-Officio Corporation  
Commissioner of the State of Georgia  
Atlanta, Georgia 30334

Dear Sir:

I, Michael Terrell, do hereby consent to serve as Registered Agent for the corporation known as ADAMSCRAFT WOOD PRODUCTS, INC.

This 31st day of December 1991.

  
MICHAEL TERRELL

Address of Registered Agent:

1431 Iris Drive Suite 202  
Conyers, Ga. 30208  
(404)483-8000

**MICHAEL TERRELL & ASSOCIATES**

ATTORNEYS AT LAW

MICHAEL TERRELL  
H. DOUGLAS HANES  
KATHY A. DAVIS

December 10, 1991

1431 IRIS DRIVE - 2/FB 202  
CONYERS, GEORGIA 30208  
TELEPHONE 404 488-8000

The Rockdale Citizen  
P.O. Box 136  
Conyers, GA 30207

RE: ADAMSCRAFT WOOD PRODUCTS, INC.

Dear Sir:

You are requested to publish, two (2) times, a notice in the following form, pursuant to O.C.G.A. Section 14-2-201.1(b):

" NOTICE OF INTENT TO INCORPORATE

Notice is given that articles of incorporation which will incorporate "ADAMSCRAFT WOOD PRODUCTS, INC.," will be delivered to the Secretary of State for filing in accordance with the Georgia Business Corporation Code. The initial registered office of the corporation will be located at 1431 Iris Drive, Suite 202, Conyers, Georgia 30208, and its initial registered agent at such address is MICHAEL TERRELL."

Enclosed is our check for \$40.00 in payment of the cost of publishing this notice.

Sincerely,

  
Michael Terrell

MT/kc  
Enclosure

**MICHAEL TERRELL & ASSOCIATES**  
ATTORNEYS AT LAW

MICHAEL TERRELL  
H. DOUGLAS HANKS  
KATHY A. DAVIS

1481 IRIS DRIVE - STE 808  
CONYERS, GEORGIA 30008  
TELEPHONE 404 483-8000

December 31, 1991

Honorable Max Cleland  
Secretary of State  
Corporations Division  
200 Piedmont Avenue, S.E.  
Plaza Level West  
Room 306  
Atlanta, Georgia 30334

RE: Incorporation of ADAMSCRAFT WOOD PRODUCTS, INC.

Dear Sir:

In accordance with O.C.G.A. Section 14-2-172, enclosed are the following:

- (1). Original and one conformed copy of the Articles of Incorporation, including the original name certificate of ADAMSCRAFT WOOD PRODUCTS, INC.
- (2). Original and one conformed copy of the Consent to Appointment of Registered Agent.
- (3). Check for \$60.00 payable to the Secretary of State of Georgia.
- (4). Certificate of Incorporator Regarding Publication of Notice of Intent to Incorporate.
- (6). Your form A-100 completed and signed.

Please feel free to let me know if you have any questions or comments. Thank you in advance for your usual cooperation and assistance.

With kindest regards,

  
Michael Terrell

MT/kc  
Enclosure



**MAX CLELAND**  
Secretary of State  
State of Georgia

**BUSINESS SERVICES AND REGULATION**

Suite 315, West Tower  
2 Martin Luther King Jr., Drive  
Atlanta, Georgia 30334  
(404) 656-2817

**A100**

Eff. 7/1/89  
**J. F. GULLION**  
Director

**ARTICLES OF INCORPORATION DATA ENTRY FORM  
FOR GEORGIA CORPORATIONS**

|                                |                         |                                |
|--------------------------------|-------------------------|--------------------------------|
| I. Filing Date: <u>12-31</u>   | Code: <u>DP</u>         | Docket Number: <u>92003008</u> |
| Assigned Exam: <u>45</u>       | Amount: \$ <u>60.00</u> | By: _____                      |
| Charter Number: <u>9123479</u> | Completed: _____        |                                |

DO NOT WRITE ABOVE THIS LINE - FOR USE ONLY

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE THE REMAINDER OF THIS FORM.

|   |                                |           |                           |
|---|--------------------------------|-----------|---------------------------|
| II. Corporate Name:   | ADAMSCRAFT WOOD PRODUCTS, INC. |           |                           |
| Mailing Address:  | P. O. Box 81328                |           |                           |
| City:   | Conyers                        | County:   | Rockdale                  |
| State:  | Georgia                        | Zip Code: | 30208                     |
| III. Fees Submitted By:   |                                |           |                           |
| Amount Enclosed: \$   | Check Number:                  |           |                           |
| IV. Incorporator:   | Michael Terrell & Associates   |           |                           |
| Address:  | 1431 Iris Drive Suite 202      |           |                           |
| City:   | Conyers                        | State:    | Georgia                   |
| Zip Code:   | 30208                          |           |                           |
| Incorporator:   |                                |           |                           |
| Address:  |                                |           |                           |
| City:   |                                | State:    |                           |
| Zip Code:   |                                |           |                           |
| V. Registered Agent/Office:                                     | Michael Terrell & Associates   |           |                           |
| Address:  | 1431 Iris Drive Suite 202      |           |                           |
| City:   | Conyers                        | County:   | Rockdale                  |
| State:  | Georgia                        | Zip Code: | 30208                     |
| VI. ARTICLES OF INCORPORATION FILING CHECK-OFF LIST             | Applicant                      | Examiner  |                           |
| 1. Original and one conformed copy of Articles of Incorporation |                                |           |                           |
| 2. Corporate name verification number                           |                                |           |                           |
| 3. Authorized shares stated                                     |                                |           |                           |
| 4. Incorporator's signature                                     |                                |           |                           |
| 5. Post effective date, if applicable                           |                                |           |                           |
| 6. Number of pages attached:                                    |                                |           |                           |
| VII. Applicant/Attorney:  | Michael Terrell                |           | Telephone: (404) 483-8000 |
| Address:  | 1431 Iris Drive Suite 202      |           |                           |
| City:   | Conyers                        | State:    | Georgia                   |
| Zip Code:   | 30208                          |           |                           |

NOTICE: Attach original and one copy of the Articles of Incorporation and the Secretary of State filing fee (\$60.00). Mail or deliver to the above address. This form does not replace the Articles of Incorporation.

I understand that the information on this form will be used in the Secretary of State Corporate database. I certify that a notice of intent to incorporate and a publishing fee of \$49.00 has been mailed or delivered to an authorized newspaper, as required by law.

Signed: [Signature] Date: December 11, 1991

JAN 08 1992

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