

A-141239

Commonwealth of Kentucky

Department of State



Office of Secretary of State

THELMA L. STOVALL, SECRETARY

ARTICLES OF INCORPORATION

I, THELMA L. STOVALL, Secretary of State of the Commonwealth of Kentucky, do hereby certify that Articles of Incorporation of

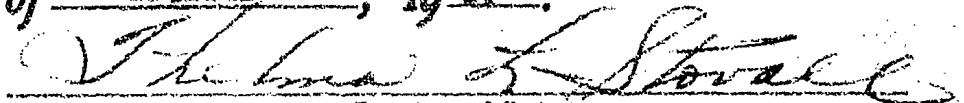
BOOTE WOOD PRODUCTS, INC.

HENDERSON, KENTUCKY

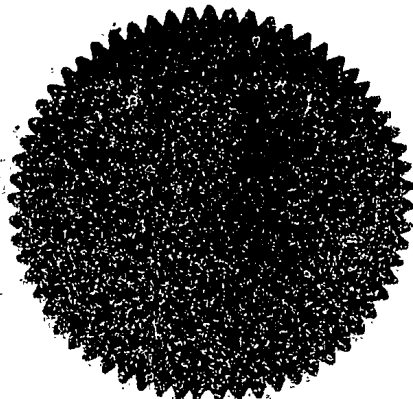
duly signed and acknowledged according to law, have this day been filed in my office. I further certify that all taxes, fees and charges payable upon the filing of said Articles of Incorporation have been paid

Witness my official signature this ~~20th~~ day

of October, 19 37.



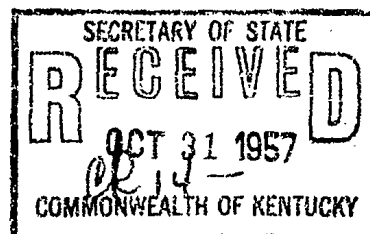
Secretary of State



SECRETARY OF STATE

Chief Clerk, Corporation Department

ARTICLES OF INCORPORATION
OF
SCOTT WOOD PRODUCTS, INC.



KNOW ALL MEN BY THESE PRESENTS:

That I, the undersigned, do hereby form a corporation pursuant to the laws of the Commonwealth of Kentucky and do hereby certify and declare the following Articles of Incorporation:

- 15-22789 Reedy
10-
- (a) Name of the corporation shall be:
SCOTT WOOD PRODUCTS, INC.
 - (b) The purpose of the corporation shall be:
To engage in the manufacture, purchase, sale, working, handling, shaping and all research connected with wood or lumber products; to own, hold, mortgage, sell, trade or exchange and otherwise deal in real property; to employ salesmen, establish sales outlets, establish plants for manufacturing, processing and storage and selling to the public, either at retail or wholesale all types of wood or related products, lumber, fabricated or non-fabricated or any items in which any kind of wood or lumber is used for the purpose of manufacture and all things necessary or convenient for the above mentioned purposes.
 - (c) The duration of the corporation shall be
PERPETUAL.
 - (d) The address of the registered office of this corporation in this State and the name of its resident agent are as follows:

Address:

Scott Wood Products, Inc.
Outer Fifth Street
Henderson, Kentucky

Process Agents:

Drura Scott
Outer Fifth Street
Henderson, Kentucky

- (e) The total authorized number of shares of stock of said corporation shall be
1,000 shares of \$100 par value, voting common stock
- (f) The amount of capital stock with which the corporation shall begin business shall be
50 shares of \$100 par value, voting common stock
- (g) The name and address of the incorporator and owner of the outstanding stock of the corporation when organized shall be
Name: Drura Scott
Address: Rte 3
Henderson, Kentucky
No. of Shares: 50
- (h) The number of directors to be elected at the first meeting of stockholders shall be not less than Three (3).
- (i) The Board of Directors shall have power to make such by-laws and rules to regulate the business of the corporation as are not inconsistent with these Articles of Incorporation or the laws of the Commonwealth of Kentucky.
- (j) The private property of the stockholders shall not be subject to payment of the debts of the corporation.

IN TESTIMONY WHEREOF, witness my hand this 18 day of October, 1957, in triplicate.



Drura Scott

STATE OF KENTUCKY)
(SCT.
COUNTY OF HENDERSON)

I, Garsh Hest, a notary public in and for
the county and state aforesaid, certify that the foregoing Articles
of Incorporation of Scott Wood Products, Inc. were this day
produced to me in my county by Drura Scott, who acknowledged same
to be his act and deed.

GIVEN under my hand and notarial seal this 18 day of
October, 1957.

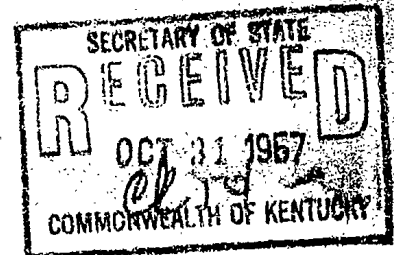
My commission expires: August 5, 1959

Garsh Hest
Notary Public, Henderson Co., Ky.

ORIGINAL COPY
FILED AND RECORDED

OCT 31 1957

Helma L. Howell
SECRETARY OF STATE OF KENTUCKY
FRANKFORT, KENTUCKY
Helma L. Howell



RESOLUTION OF THE BOARD OF DIRECTORS
OF
SCOTT WOOD PRODUCTS, INC., A PENNSYLVANIA CORPORATION AUTHORIZED TO DO BUSINESS IN KENTUCKY

5- 22789

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Upon motion of Director Emerson Scott,
seconded by Director Walter Scott, it is moved
that this corporation wind up its business and cease to do
business and surrender its charter in the State of Pennsyl-
vania and liquidate the funds of the corporation, and that a
new corporation be formed by the president, Mr. Drury Scott,
to be incorporated in Kentucky under the name of Scott Wood
Products, Inc., a Kentucky corporation, and that it be per-
mitted to use the name of the corporation to be liquidated.

The president is directed to take the necessary steps
to dissolve the Pennsylvania corporation and to incorporate
in Kentucky under the same name and is hereby given consent
to use the Pennsylvania name for the formation of this Kentucky
corporation.

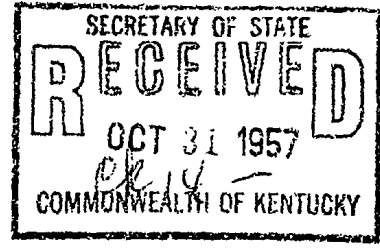
Emerson Scott
Secretary of the Corporation

BYRON, SANDIDGE, HOLBROOK & CRAIG

CARROLL E. BYRON
SIDLEY M. SANDIDGE
NORTON J. HOLBROOK, JR.
WILLIAM G. CRAIG
RIGNEY A. NEAL
JOHN S. HAGER

ATTORNEYS AT LAW
MASONIC BUILDING
OWANSBORO, KENTUCKY

October 30, 1957
*Rec'd
10-31-57
5-22789*



Secretary of State
Frankfort, Kentucky

Dear Madam:

I am enclosing herewith Articles of Incorporation for Scott Wood Products, Inc., a Kentucky corporation, together with this firm's check in the amount of \$14.00 for recording and the tax.

I am also enclosing a resolution of the Board of Directors of Scott Wood Products, Inc., a Pennsylvania corporation, which is in the process of being dissolved.

As soon as the Kentucky corporation is formed, the Pennsylvania corporation's assets will be conveyed to the Kentucky corporation, and the Pennsylvania corporation will be dissolved.

I have already contacted an attorney in Pennsylvania who is helping in this matter. I trust that the resolution of the Board of the old corporation will satisfy the requirement of the statute because of the name.

Very truly yours,

William G. Craig
William G. Craig

Encls.

WGC:mcl