



The State of Texas

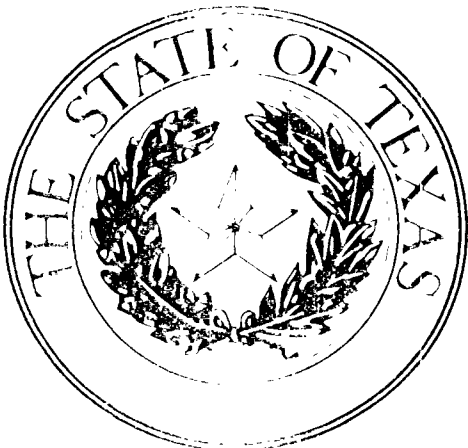
SECRETARY OF STATE

IT IS HEREBY CERTIFIED that

BMCA INSULATION PRODUCTS INC.

File No. **98629-06**

a **DELAWARE** corporation, has been issued a Certificate of Authority and the corporation is currently authorized to transact business in Texas.



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 1, 2000.

Elton Bomer
Secretary of State

BAM



The State of Texas

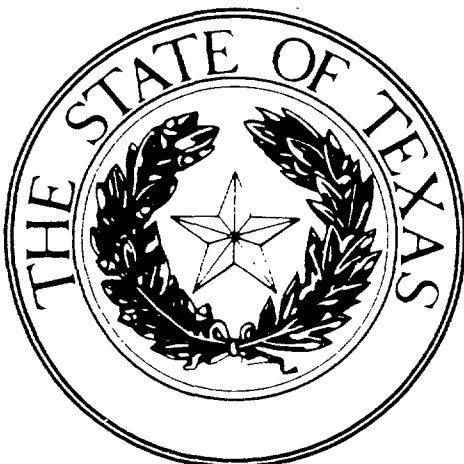
SECRETARY OF STATE

IT IS HEREBY CERTIFIED that the attached are true and correct copies of the following described documents on file in this office:

BMCA INSULATION PRODUCTS INC.
FORMERLY: GAF INSULATION PRODUCTS INC.
FILE NO. 98629-6

APPLICATION FOR CERTIFICATE OF AUTHORITY
APPLICATION FOR AMENDED CERTIFICATE AUTHORITY

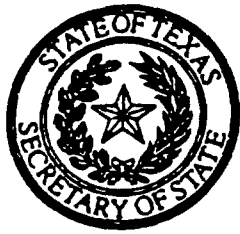
FEBRUARY 3, 1994
APRIL 7, 1994



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 1, 2000.

Elton Bomer
Secretary of State

VT



APPLICATION FOR CERTIFICATE OF AUTHORITY

FILED
In the Office of the
Secretary of State of Texas
FEB 03 1994
Corporations Section

Pursuant to the provisions of article 8.05 of the Texas Business Corporation Act, the undersigned corporation hereby applies for a certificate of authority to transact business in Texas:

1. The name of the corporation is GAF Insulation Products Inc.
2. A. If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited" (or an abbreviation thereof), then the name of the corporation with the word or abbreviation which it elects to add for use in Texas is: _____
B. If the corporate name is not available in Texas, then set forth the name under which the corporation will qualify and transact business in Texas: _____
3. It is incorporated under the laws of Delaware
4. The date of its incorporation is January 11, 1994 and the period of duration is perpetual. (State "Perpetual" or term of years.)
5. The address of its principal office in the state or country under the laws of which it is incorporated is: 32 Loockerman Square, Suite L-100, Dover, Delaware 19901
6. The street address of its proposed registered office in Texas is (a P.O. Box is not sufficient) 400 North St. Paul, Dallas, Texas 75201
and the name of its proposed registered agent in Texas at such address is The Prentice-Hall Corporation System, Inc.

7. The purpose or purposes of the corporation which it proposes to pursue in the transaction of business in Texas are:

manufacture of insulation products

8. It is authorized to pursue such purpose or purposes in the state or country under the laws of which it is incorporated.

9. The names and respective addresses of its directors are:

NAME	ADDRESS
John M. Sergey	1361 Alps Road, Wayne, NJ 07470
Leonard S. Goodman	1361 Alps Road, Wayne, NJ 07470
Russell E. Kennedy	1361 Alps Road, Wayne, NJ 07470
Joseph J. Okaly	1361 Alps Road, Wayne, NJ 07470
Donald W. LaPalme	1361 Alps Road, Wayne, NJ 07470

10. The names and respective addresses of its officers are:

NAME	ADDRESS (city and state)	OFFICE
John M. Sergey	1361 Alps Road, Wayne, NJ 07470	President
Leonard S. Goodman	1361 Alps Road, Wayne, NJ 07470	Vice President & Treasurer
Richard A. Weinberg	1361 Alps Road, Wayne, NJ 07470	Secretary

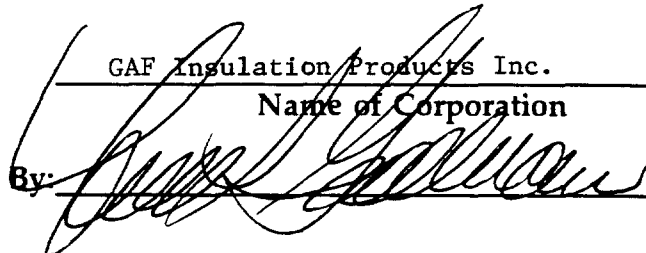
11. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

NUMBER OF SHARES	CLASS	SERIES	PAR VALUE PER SHARE OR STATEMENT THAT SHARES ARE WITHOUT PAR VALUE
1000	Common		\$.01

12. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

NUMBER OF SHARES	CLASS	SERIES	PAR VALUE PER SHARE OR STATEMENT THAT SHARES ARE WITHOUT PAR VALUE
10	Common		\$.01

13. The amount of its stated capital is \$ 10.00. (See instructions for definition of stated capital.)
14. Consideration of the value of at least One Thousand Dollars (\$1,000.00) has been paid for the issuance of its shares.
15. The application is accompanied by a certificate issued by the secretary of state or other authorized officer of the jurisdiction of incorporation evidencing the corporate existence and dated within 90 days of the date of receipt of the application.

GAF Insulation Products Inc.
Name of Corporation
By: 
Its Vice President, Finance and Treasurer
Authorized Officer

Office of the Secretary of State

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY "GAF INSULATION PRODUCTS INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF FEBRUARY, A.D. 1994.



William T. Quillen

William T. Quillen, Secretary of State

2367759 8300

944011048

AUTHENTICATION: 7015838

DATE: 02-01-94

FILED
In the Office of the
Secretary of State of Texas

APR 07 1994

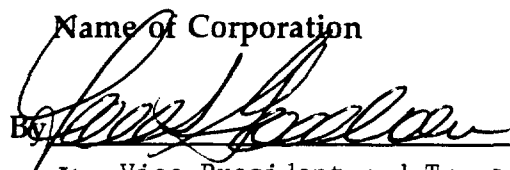
APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

1. The name of the corporation as it currently appears on the records of the ^{Corporation of State of} Secretary of State of Texas is GAF Insulation Products Inc.
2. (If the corporation's name was previously unavailable and the corporation elected to use an assumed name in Texas, complete the following.) The assumed name of the corporation as it currently appears on the records of the secretary of state is _____
3. A certificate of authority was issued to the corporation on February 3, 19⁹⁴.
4. The corporation name has been changed to BMCA Insulation Products Inc.
(Note: If the corporate name has not been changed, insert "no change.")
5. The name which it elects to use hereafter in the state of Texas is BMCA Insulation Products Inc.
6. It desires to pursue in Texas purposes other than, or in addition to, those authorized by its certificate of authority, as follows:

7. It is authorized to pursue such purpose or purposes in the state or country under the laws of which it is organized.
8. It desires to change the statement(s) contained in item(s) number of the original or amended certificate of authority to read as follows:

GAF Insulation Products Inc.

Name of Corporation



Its Vice President and Treasurer
(Authorized Officer)

State of Delaware

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Office of the Secretary of State

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "GAF INSULATION PRODUCTS INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "BMCA INSULATION PRODUCTS INC.", THE TWENTY-SECOND DAY OF MARCH, A.D. 1994, AT 12:15 O'CLOCK P.M.



William T. Quillen

William T. Quillen, Secretary of State

2367759 8320

AUTHENTICATION: 7075300

944054322

DATE: 03-31-94