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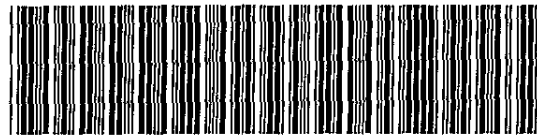
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VP
10/22/03

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: LAYED RIGHT INSTALLATIONS, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee
 \$78.75 Filing Fee
& Certificate of Status

\$78.75 Filing Fee
& Certified Copy
 \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: WALTON W. STEWART
Name (Printed or typed)

232 NORTH MASSACHUSETTS AVENUE
Address

LAKELAND FL 33801-4987
City, State & Zip

(863) 683-1028
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

CERTIFICATE OF INCORPORATION

LAYED RIGHT INSTALLATIONS INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, FRANK D. NACARATO III, hereby declare our intention to form a corporation for profit under the laws of the State of Florida, and to hereby certify that such a corporation has been created pursuant to the following Articles of Incorporation.

ARTICLE I

The name of this Corporation is LAYED RIGHT INSTALLATIONS INC., hereinafter referred to as Corporation.

ARTICLE II

The general nature of the business, objects and purposes proposed to be transacted, promoted, or carried on as fully and to the extent as a natural person could do by this Corporation is to engage in every phase and aspect of installation of ceramic tile, laminate and hardwood and any other activity related thereto, and to otherwise manufacture, purchase or acquire or own, mortgage, pledge, sell, convey, assign, lease, transfer or dispose of, and invest in, trade in, deal in, and use any and all goods, wares, merchandise, real and personal property, including franchises, patents, copyrights, trademarks and licenses, and services of every class, kind and description whatsoever and wheresoever located; to conduct business in one of or more offices; contract debts and borrow money; to issue bonds, debentures, notes or other obligations of any nature and in any manner for money without limit to amount, and to secure the principal thereof and the interest thereon, by mortgage or conveyance, assignment in trust of the whole or part of

any of the assets of the Corporation, real or personal, including contract rights either at the time owned or after acquired or in any other manner; to enter into, make and perform contracts of every sort and description which may be necessary or convenient to the carrying on of the business of the Corporation with any person, firm, association, corporation, municipality, body politic, county state or government, or agency thereof; to purchase the corporate assets of any other corporation and to engage in the same or other character of business; to guarantee, endorse, acquire or dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while the owner of such stock, to exercise all of the rights, powers and privileges of ownership including the right to vote such stock; and to do any and everything necessary and proper for the accomplishment of any of the purposes enumerated in the Certificate of Incorporation or any amendment thereof, necessary, incidental, or desirable for the protection or benefit of the Corporation as principal, agent, director, trustee, or otherwise, and in general, either alone or in association with another corporation, firm, or individual, to carry on any lawful business necessary, incidental, or desirable for the accomplishment of the purposes or the attainment of the objects of this Corporation.

ARTICLE III

The maximum number of share of stock that this Corporation is authorized to have outstanding at any one time shall be limited to 100 shares of common stock,

all of which shall have a par value of \$1.00 per share. Said shares of stock may be subject to restriction as is provided by law.

ARTICLE IV

The amount of capital stock with which the Corporation shall begin business shall be \$100.00.

ARTICLE V

The Corporation shall have a perpetual existence, which shall commence upon the filing of this Certificate of Incorporation with the Office of the Florida Secretary of State.

ARTICLE VI

The initial place of business of this Corporation shall be 188 Durrell Circle, Winter Haven, Florida, 33884, with the privilege of having branch offices or places of business at any other place or places within or without the State of Florida.

ARTICLE VII

This Corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time by by-laws adopted by the stockholders.

ARTICLE VIII

The name and post office address of the first Board of Directors who, subject to the provisions of the Certificate of Incorporation and the by-laws and general corporate laws of the State of Florida, shall hold office for the first year of the Corporation's existence or until a successor is elected and qualified is as follows:

FRANK D. NACARATO, III
188 Durrell Circle
Winter Haven, FL 33884

DAWN C. NIPPER
188 Durrell Circle
Winter Haven, FL 33884

JOHN A. NACARATO
528 Victoria Boulevard
Auburndale, FL 33823

ARTICLE IX

The post office address of the President and other officers of the Corporation who shall hold office for the first year of existence of the Corporation or until his successor is elected or appointed and has qualified is as follows:

President: FRANK D. NACARATO, III
188 Durrell Circle
Winter Haven, FL 33884

Vice-President: DAWN C. NIPPER
188 Durrell Circle
Winter Haven, FL 33884

Secretary/Treasurer: JOHN D. NACARATO
528 Victoria Boulevard
Auburndale, FL 33823

ARTICLE X

The name and address of each person subscribing to stock in the Corporation, and a statement of the number of shares of stock which each has agreed to take is as follows:

FRANK D. NACARATO, III
188 Durrell Circle
Winter Haven, FL 33884

55 shares

ARTICLE XI

The name and address of each person signing these Articles of Incorporation as Incorporators are as follows:

FRANK D. NACARATO, III
188 Durrell Circle
Winter Haven, FL 33884

DAWN C. NIPPER
188 Durrell Circle
Winter Haven, FL 33884

JOHN D. NACARATO
528 Victoria Boulevard
Auburndale, FL 33823

ARTICLE XII

The registered agent of this Corporation has been designated as ALTON W. STEWART, and the registered office is located at 232 North Massachusetts Avenue, Lakeland, Florida 33801-4987.

IN WITNESS WHEREOF, the undersigned have made and subscribed this Certificate of Incorporation at Lakeland, Polk County, Florida, this 15 day of October 2003.


FRANK D. NACARATO, III

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this day by FRANK
D. NACARATO, III, the Incorporator of this Corporation known as LAYED
RIGHT INSTALLATIONS, INC., and he executed the same freely and
voluntarily for the purposes therein expressed and produced driver license as
identification and who took an oath this 15 day of oct, 2003.

Personally known to me, or
 Produced Identification:
OK
Type of Identification

Sandra C. Piver
Notary Public



ACCEPTANCE OF REGISTERED AGENT

I, the undersigned, hereby accept the designation of Registered Agent for
LAYED RIGHT INSTALLATIONS, INC.

Alton W. Stewart
ALTON W. STEWART