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Memorandum

DATE: December 2, 1996
TO: Florida Department of State
FROM: Edward Lind - Lind Tile Inc.
RE: Creation of Corporation - Fees

LLC

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-12/05/96--01001--003
****122.50- ****122.50

Please find enclosed two notarized copies of my articles of incorporation, postal money order for \$122.50. Please forward my certified copy of incorporation to 924 SE 2nd Street, Suite 11, Fort Lauderdale, Florida - 33301, Attention Edward Lind. If further information is required, I can be reached at (954)-525-5667. Thank you for your assistance.

Edward Lind

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

12/6

**ARTICLES OF INCORPORATION
OF
LIND TILE, INC.
A FLORIDA CORPORATION**

The undersigned, Edward C. Lind III, acting as the incorporators of a Florida corporation under the Florida General Corporation Act Chapter 607, Florida Statutes, adopts the following Articles of Incorporation for the Corporation:

ARTICLE I. NAME

The name of the Corporation is Lind Tile, Inc.

ARTICLE II. DURATION

The Corporation shall have perpetual existence.

ARTICLE III. PURPOSE

The corporation is organized to engage in the transacting of any and all lawful business.

ARTICLE IV. CAPITAL STOCK

The corporation is authorized to issue 5,000 shares of ONE DOLLAR (\$1.00) par value common stock.

**ARTICLE V. INITIAL REGISTERED OFFICE, REGISTERED AGENT
PRINCIPAL OFFICE & MAILING ADDRESS**

The street address of the initial registered office of the corporation is 924 SE 2nd Street, Suite 11, Fort Lauderdale, Florida 33301, and the name of the initial registered agent of the Corporation at that address is Edward C. Lind III. The corporation's principal office and its mailing address are the same, 924 SE 2nd Street, Suite 11, Fort Lauderdale, Fl. 33301.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation is :

_____ Name _____ Address _____

Edward C. Lind III

924 SE 2nd Street, Suite 11, Fort Lauderdale, Florida 33301

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ARTICLE VII. INCORPORATOR

The name and address of the incorporators of the Corporation are:

_____ Name _____ Address _____

Edward C. Lind III 924 SE 2nd Street, Suite 11, Fort Lauderdale, Florida 33301

ARTICLE VIII. AMENDMENT

The power to amend these Articles of Incorporation in accordance with law is hereby reserved to the shareholders. any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

Incorporators

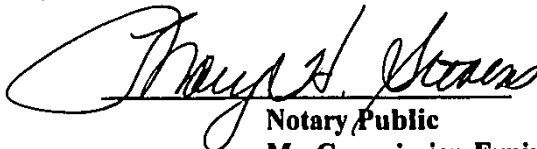


Edward C. Lind III

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Edward C. Lind III, personally known to me, and that the said Edward C. Lind III executed the foregoing Articles of Incorporation of Lind Tile, Inc., in the capacity of Incorporators as their voluntary act and deed.

WITNESS my hand and the official seal in the County and State last aforesaid this 2nd day of December, 1996.



Notary Public

My Commission Expires:



MARY H. STEVENS
MY COMMISSION # CC438438 EXPIRES
May 1, 1999
BONDED THROUGH TROY FAIR INSURANCE, INC.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial registered agent of Lind Tile Inc.,
as made in the foregoing Articles of Incorporation.

Date: 12/2/96 By: 
Edward C. Lind III

Initial Registered Office of the Corporation is 924 Se 2nd Street, Suite 11, Fort
Lauderdale, Florida, 33301

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