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FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 073171003004
CONTACT: JOHNNY C RODRIQUEZ
PHONE: (305)672-0686 FAX #: (305)672-9110

NAME: TILES ETCETERA, INC.
AUDIT NUMBER.....H97000001726
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 30, 1997

CORPORATE CREATION

,

SUBJECT: TILES ETCETERA, INC.
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1-29-97

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Articles of Incorporation
of
Tiles Etcetera, Inc.

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TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida corporation is:
Tiles Etcetera, Inc.

Article II. Address

The mailing address of the Corporation is:
Tiles Etcetera, Inc.
1200 White Street
Key West FL 33040

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Greg Veliz
1200 White Street
Key West FL 33040

Article IV. Board of Directors

The name of each initial member of the Corporation's Board of Directors is:

Greg Veliz

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code #125)
Miami Beach FL 33139-6629
(305) 672-0686

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value $.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code #125)
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective January 29, 1997

The undersigned incorporator executed these Articles of Incorporation on January 29, 1997

Corporate Creations International Inc.

By: _____

Kara O'Donnell Vice President

H97000001726

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code #125)
Miami Beach FL 33139-6629
(305) 672-0686

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE

CORPORATION:
Tiles Etcetera, Inc.

REGISTERED AGENT:
Greg Veliz
1200 White Street
Key West FL 33040

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Greg Veliz
by K. O'Donnell as attorney-in-fact

Date: January 29, 1997

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