

P95000007550

KLEIN, HEMMERLE & McCUSKER

Attorneys at Law

1322 N.E. FOURTH AVENUE

SUITE E

FORT LAUDERDALE, FLORIDA 33304

EDWARD KLEIN*

KENNETH V. HEMMERLE, II

RICHARD P. McCUSKER, JR.**

* ALSO LICENSED IN NEW YORK

** ALSO LICENSED IN MASSACHUSETTS

TELEPHONE (305) 768-9116

TELECOPIER (305) 768-9117

January 24, 1995

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-01/26/95 --01004 --002

****122.50 ****122.50

FLORIDA DEPARTMENT OF STATE

Division of Corporations

P.O. Box 6327

Tallahassee, Florida 32314

Re: AEGEAN TILE & MARBLE, INC.

Dear Sir or Madam:

Enclosed please find two sets of Articles of Incorporation of Aegean Tile & Marble, Inc. Please file one.

Also, please certify the other and return to the undersigned via Federal Express which has been prepaid. Also enclosed is a check in the amount of \$122.50 made payable to the Secretary of State which represents the filing fees.

If you have any questions, please feel free to contact me.

Sincerely,

Richard P. McCusker, Jr.

Richard P. McCusker, Jr., Esq.
RPM, JR./bj
enclosures

AB/30/95

FILED
1995 JAN 25 PM 12:00
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

AEGEAN TILE & MARBLE, INC.

FILED

1995 JAN 25 PM 12:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of this Corporation is:

AEGEAN TILE & MARBLE, INC.

**ARTICLE II
DURATION**

The Corporation shall have a perpetual existence.

**ARTICLE III
PURPOSE**

The purpose of the Corporation is to engage in any activities or business permitted under the laws of the United States and Florida.

**ARTICLE IV
CAPITAL STOCK**

The amount of authorized capital stock of this Corporation shall be One Thousand (1,000.00) shares of common stock, having a par value of \$1.00 per share.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent office of this corporation shall be:

1322 Northeast Fourth Avenue
Suite E
Fort Lauderdale, Florida 33304

and the initial registered agent of the Corporation at such office shall be:

RICHARD P. McCUSKER, JR.

who upon accepting this designation agrees to comply with the provisions of Section 48.091 Florida Statutes, as amended from time to time, with respect to keeping an office open for the service of process.

ARTICLE VI
ADDRESS

The initial street address of the principal office of this corporation is:

2410 NW 29th Road
Boca Raton, Florida 33431

ARTICLE VII
DIRECTORS

The business of this Corporation shall be managed by a Board of Directors. There shall be one (1) Director initially. The number of Directors may be increased, and after such increase, decreased from time to time by by-laws adopted by the shareholders. In no event shall the number of Directors be less than one.

The name and address of the members of the First Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>
Mazhar Kazancioglu	2410 NW 29th Road Boca Raton, FL 33431

**ARTICLE VIII
INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is:

**MAZHAR KAZANCIOGLU
2410 NW 29th Road
Boca Raton, FL 33431**

**ARTICLE IX
OFFICERS**

The officers of this Corporation shall consist of a President and Vice-President/Secretary/Treasurer until such time as the Board of Directors appoints new officers in accordance with the by-laws:

MAZHAR KAZANCIOGLU - President

**JOHN STEFFEN - Vice President, Secretary and
Treasurer**

**ARTICLE X
ANNUAL MEETING OF SHAREHOLDERS**

The annual meeting of the shareholders of this Corporation shall be fixed by the by-laws.

IN WITNESS WHEREOF, I have executed these Articles of
Incorporation in duplicate on this 24th day of January, 1995.

Mazhar Kazancioğlu
MAZHAR KAZANCIOGLU

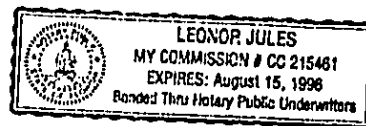
STATE OF FLORIDA)
)SS
COUNTY OF BROWARD)

The foregoing Articles of Incorporation of AEGEAN TILE &
MARBLE, INC. were acknowledged before me this 24th day of
January, 1995 by MAZHAR KAZANCIOGLU, Incorporator.

Leonor Jules
NOTARY PUBLIC

Leonor Jules
(Printed Name of Notary)

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for AEGEAN
TILE & MARBLE, INC., at the place designated in the Articles of
Incorporation, RICHARD P. MCCUSKER, JR. agrees to act in this
capacity, and agrees to comply with the provisions of Section
48.091 Fla. Stat.

Dated: January 24, 1995

Richard P. McCusker, Jr.
RICHARD P. MCCUSKER, JR.

FILED
1995 JAN 25 PM 12:00
TALLAHASSEE, FLORIDA

KLEIN, HEMMERLE & McCUSKER

Attorneys at Law

1322 N.E. FOURTH AVENUE

SUITE E

FORT LAUDERDALE, FLORIDA 33304

P95 00000 7550

EDWARD KLEIN*

KENNETH V. HEMMERLE, II

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* ALSO LICENSED IN NEW YORK

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TELEPHONE (305) 766-9116

FAX (305) 766-9117

March 23, 1995

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

800001441548
-03/28/95--01076--012
*****35.00 *****35.00

Re: Aegean Tile & Marble, Inc.

Dear Sirs:

Enclosed please find an original and one copy of the Statement of Change of Officers and Principal Office Address regarding the above-captioned corporation.

Please file and return a copy to this office in the enclosed, self-addressed, stamped envelope. I have enclosed a check in the amount of \$35.00.

If you have any questions please do not hesitate to contact me.

Sincerely,

Richard P. McCusker, Jr.

Richard P. McCusker, Jr., Esq.
RPM, JR./bj
enclosures

FILED
95 APR 28 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amendment
5-1-95
AK

KLEIN, HEMMERLE & McCUSKER

Attorneys at Law

1322 N.E. FOURTH AVENUE

SUITE E

FORT LAUDERDALE, FLORIDA 33304

EDWARD KLEIN*

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TELEPHONE (305) 768-9116

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April 25, 1995

DARLENE CONNELL, Corporate Specialist
FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation of
Aegean Tile & Marble, Inc.
Letter Number: 195A00014369

Dear Ms. Connell:

Pursuant to your letter dated March 29, 1995, enclosed please find the document requested regarding the above-captioned corporation along with a copy of your letter.

If you have any further questions regarding same, please feel free to contact me.

Sincerely,



Richard P. McCusker, Jr., Esq.

RPM, JR./bj

enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 29, 1995

RICHARD P. MCCUSKER, JR. ESQ.
KLEIN, HEMMERLE & MCCUSKER
1322 N.E. FOURTH AVE., SUITE E
FT. LAUDERDALE, FL 33304

SUBJECT: AEGEAN TILE & MARBLE, INC.
Ref. Number: P95000007550

We have received your document for AEGEAN TILE & MARBLE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 195A00014369

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

AEGEAN TILE & MARBLE, INC.

FILED
95 APR 28 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

Article VI is amended to 321 N. Congress Avenue, Delray Beach, Florida 33445 as the principal office address.

Article IX is amended to list the officers as:

Mazhar Kazancioglu - President
Melissa Kazancioglu - President, Secretary and
Treasurer

SECOND: The date of each amendment's adoption: 3/23/95.

THIRD: Adoption of Amendment(s) (check one)

X The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 25 day of April, 1995.

Signature

MAZHAR KAZANCIOGLU

Chairman Board of Directors
President