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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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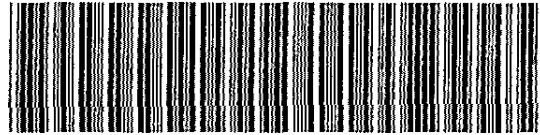
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THE LAW OFFICES OF
Zapalski & Birch, PLLC

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Broward County Office
2602 South West 90 Terrace
Cooper City, Florida 33028

FILED
FEB 03 2005
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

February 03, 2005

TO: Registration Section
Division of Corporations

RE: Articles of Organization for Wood's Flooring, LLC

Enclosed is the original copy of the Articles of Organization and a check for:

Filing Fee and Registered Agent Designation: \$125.00

Please return any correspondences to my office at
Zapalski & Birch, PLLC
1120 View Pointe Circle
Lake Wales, Florida 33853

Should you have any questions, feel free to contact me at any time.

Thank you,


Christopher R. Zapalski

**ARTICLES OF ORGANIZATION
OF**

Wood's Flooring, LLC

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2005 FEB -9 P 1:53

In order to form a Limited Liability Company to the Florida Limited Liability Company Act, Ch. 608 (the "Act"), we the undersigned hereby execute these Articles of Organization in accordance with the provisions of Section 608.407 of the Act and state that the statements set forth below as to the certain terms of the Limited Liability Company set forth herein are true and correct.

SECRETARY OF STATE
ALABAMA
TALLAHASSEE, FLORIDA

I. NAME

The name of the limited liability company is Wood's Flooring, LLC

II. NATURE OF BUSINESS

The limited liability company shall be for the purpose of installing flooring as well as any other business allowed by law. The company shall have all the powers outlined in F.S. 608.404 which may be necessary to effect the purpose set forth in these Articles.

III. Business Address

The mailing address of the Company is 3911 Whitedove Drive, Lakeland, FL 33813.

IV. DURATION

4.1 The duration of the limited liability company shall be deemed to have commenced as of the date of filing with the Department of State, and shall continue and be perpetual.

4.2 The duration of the limited liability company shall not be affected by the death, retirement, resignation, expulsion, bankruptcy, dissolution of a member, or other termination of a member's membership in the absence of unanimous consent of the members.

V. Address

5.1 The initial address of the principle office of this limited liability company in the State of Florida is 399 White Dove Drive, Lakeland, FL 33813.

5.2 The managers may, from time to time, move the principle office to any other office within the State of Florida.

VI. MANAGEMENT, INITIAL MEMBERS AND ORGANIZERS

6.1 The management of the limited liability company shall be vested in the members of the company.

6.2 The initial member and organizer of the company and their addresses are as follows:

<u>Names</u>	<u>Addresses</u>	<u>% Interest in Company</u>
James C. Woodard Managing Member	3911 Whitedove Drive Lakeland, FL 33813	100%

6.3 All transfers or assignments shall be permitted. However, if all other members of the limited liability company, other than the member proposing to dispose of his or its interest, do not approve of the proposed transfer or assignment by unanimous written consent, the transferee of the interest of the member shall have no right to participate in the management of the business and affairs of the limited liability company or to become a member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income and the return of contributions to which that member otherwise would be entitled.

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VII. PROFITS AND LOSSES

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7.1 Sharing of Profits. The members shall be entitled to the net profits arising from the operation of the limited liability company's business that remain after the payment of the expenses of conducting the business. Each member shall be entitled to a distributive share of the profits of the company equal to their percentage ownership in the company. Such distributive share of the profits of the company shall be paid to the members at such time as determined by a majority of the managers.

2009 FEB -9 P 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7.2 Losses. All losses that occur in the operation of the limited liability company's business shall be paid out of the capital of the limited liability company and the profits of the business of the company to the extent possible.

VIII. BOOKS AND RECORDS

8.1 The managers shall maintain full and accurate books of the company at the company's place of business, showing all receipts, expenses, assets, liabilities, profits, and losses of the company and all other records necessary for the recording of the company's business affairs.

8.2 The managers shall deliver to all members quarterly interim financial information which shall be reviewed but not audited.

IX. REGISTERED AGENT

James C. Woodard whose address for service of process is 3911 Whitedove Drive, Lakeland, FL 33813 shall be the registered agent for the limited liability company.

X. AMENDMENTS

These Articles of Organization may be amended in the manner provided by law. Every amendment shall be approved by the managers, proposed by them to the members, and approved at a members meeting by a unanimous vote thereon, unless all the managers and all the members sign a statement manifesting their intentions that a certain amendment of these Articles of Organization be made.

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2005 FEB -9 P 1:53

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TALLAHASSEE, FLORIDA

James C. Woodard
James C. Woodard, Organizer, Managing Member

ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept Service of Process for the above-stated limited liability company, at the place designated in this Certificate, I have hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

James C. Woodard
James C. Woodard

This Instrument Was Prepared By:
Christopher R. Zapalski, Esquire
Florida Bar Number: 0586811
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1120 View Pointe Circle
Lake Wales, FL 33853
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