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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 645127 82724A

AUTHORIZATION :

COST LIMIT : \$ 125.00

ORDER DATE : October 11, 2005

ORDER TIME : 12:42 PM

ORDER NO. : 645127-005

CUSTOMER NO: 82724A

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DOMESTIC FILING

NAME: ARBORSMART, THE RENAISSANCE OF
FLOORING, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Debbie Skipper - EXT. 2948

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
ARBORSMART, THE RENAISSANCE OF FLOORING, L.L.C.,
A FLORIDA LIMITED LIABILITY COMPANY**

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**ARTICLE I
NAME**

The name of this limited liability company is Arborsmart, the Renaissance of Flooring, L.L.C., referred to in these Articles of Organization as the "Company."

**ARTICLE II
REGISTERED OFFICE AND AGENT**

The principal office and mailing address of the Company is 87 Lake Street, Grimsby, Ontario L3M 2G6, Canada. The Company's registered agent is J. Thomas Conroy, III, whose office is located at 2210 Vanderbilt Road, Suite 1201, Naples, Florida 34109.

**ARTICLE III
DURATION**

The Company shall have perpetual duration.

**ARTICLE IV
ORGANIZER**

The organizer of the Company is J. Thomas Conroy, III, who is a natural person at least eighteen (18) years old.

**ARTICLE V
PURPOSE AND POWERS**

This Company is organized with a general business purpose, has all powers provided by law and may use those powers to any lawful purpose.

**ARTICLE VI
MANAGEMENT**

The Company is to be managed by the members as further provided in the Company's Regulations. No member other than the managing members are agents of the Company or have the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the Company, each of whom, individually shall have that authority. The name and address of the Managing Members are:

Emil Zmenak and Carol Zmenak
87 Lake Street
Grimsby, Ontario L3M 2G6
Canada

Carol Zmenak
87 Lake Street
Grimsby, Ontario L3M 2G6
Canada

Donna Lea Zmenak
25 Margaret Avenue
Grimsby, Ontario L3M1P0

Kevin Baker
6046 Portage Road
Mayville, N.Y. 14757-9752

ARTICLE VII ADMISSION OF NEW MEMBERS

The Company may admit new members as provided in the Company's Regulations.

ARTICLE VIII RELATIONSHIP OF ARTICLES OF ORGANIZATION TO REGULATIONS

If a provision of these Articles of Organization differs from a provision of the Company's Regulations, then, to the extent allowed by law, the Regulations will govern.

Executed this 10th day of October, 2005.


By: Emil Zmenak
Its: Managing Member

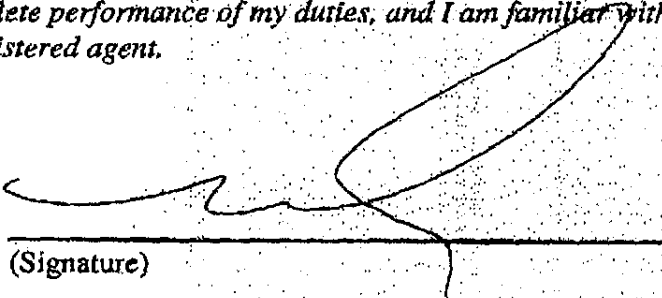
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN
THE STATE OF FLORIDA.

1. The name of the limited liability company is: Arborsmart, the Renaissance of Flooring, L.L.C.
2. The name and address of the registered agent and office is:

J. Thomas Conroy, III
Conroy, Conroy & Durant, P.A.
2210 Vanderbilt Road, Suite 1201
Naples, Florida 34109

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with accept the obligations of my position as registered agent.


(Signature)

October 11, 2005