

PIERCE J. GUARD, JR., P.A.

Attorney & Counselor at Law
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863-619-5951

February 4, 2000

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FL 32314

500003126355--6

-02/07/00-01129-003

*****70.00 *****70.00

RE: BRITT CERAMIC TILE, INC.

EFFECTIVE DATE

02-01-00

Gentlemen:

Enclosed find trust account check in the amount of \$70.00 and the original and one copy of the article of incorporation for the above referenced corporation. After filing please return a copy to this office.

Thank you for your kind attention in this matter.

Sincerely,
Pierce J. Guard, Jr., P.A.

Paula Keener
Paula Keener
secretary to
Pierce J. Guard, Jr., Esq.

\pjk
Enclosures

Paula Keener GAVE
AUTHORIZATION BY PHONE TO
CORRECT *EFF. Date*
DATE 02-10-00
DCC. EXAM TB

FILED
00 FEB -7 AM 7:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OR**

BRITT CERAMIC TILE, INC.

FILED

00 FEB -7 AM 7:42

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation:

EFFECTIVE DATE
02-01-00

**ARTICLE ONE
NAME**

The name of the corporation is **BRITT CERAMIC TILE, INC.**

**ARTICLE TWO
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE THREE
PURPOSE**

The purpose is that the corporation may transact any all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE FOUR
PRINCIPAL OFFICE**

The address of the principal office of the corporation in this State is 4617 Mt. View Drive, Lakeland, FL 33813.

**ARTICLE FIVE
CAPITAL STOCK**

The aggregate number of shares which the corporation has authority to issue is One hundred (100 shares), all of which shall be common shares with a par value of One Dollar (\$1.00) per share.

**ARTICLE SIX
PRE-EMPTIVE RIGHTS GRANTED**

Each share holder of any class of stock of this corporation shall be entitled to full pre-emptive rights to purchase any un-issued or treasury shares in the corporation and any securities of the corporation convertible into or carrying a right to or acquire shares of any such un-issued or treasury shares.

**ARTICLE SEVEN
DIRECTORS**

The Board of Directors of the corporation shall consist of not less than two (2) members as fixed and determined from time to time by the shareholders.

The names and post office addresses of the members of the first Board of Directors are:

Name	Address
President/Director TOM E. BRITT	4617 Mt. View Dr., Lakeland, FL 33813
Secretary/Treasurer/Director KAREN BRITT	4617 Mt. View Dr., Lakeland, FL 33813

**ARTICLE EIGHT
INCORPORATORS**

The names and post office addresses of the incorporators are:

Name	Address	Shares
TOM E. BRITT	4617 Mt. View Dr. Lakeland, FL 33813	51%
KAREN T. BRITT	4617 Mt. View Dr. Lakeland, FL 33813	49%

**ARTICLE NINE
COMMENCEMENT OF EXISTENCE**

The corporation shall deemed commenced on February 1, 2000

IN WITNESS WHEREOF, we have subscribed our names this ____ day of JANUARY, 2000.



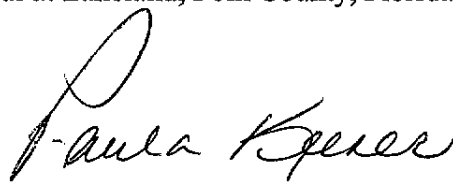
TOM E. BRITT
Incorporator

STATE OF FLORIDA)
) ss
COUNTY OF POLK)

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared, or presented a valid Florida Drivers License, B630 805 561 890 to be the person described as the Incorporator in the foregoing Articles of Incorporation, and they acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at Lakeland, Polk County, Florida, this 12 day of JANUARY, 2000.

 Paula Keener
Commission # CC 741305
Expires May 10, 2002
BONDED THRU
ANTIC BONDING CO., INC.



PAULA KEENER
Notary Public, State of Florida

FILED

00 FEB -7 AM 7:42

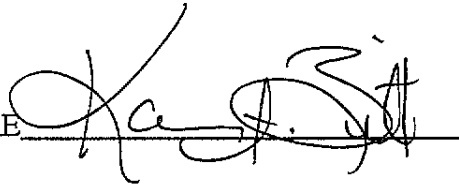
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **BRITT CERAMIC TILE, INC.**
2. The name and address of the registered agent and office is: **KAREN T. BRITT,**
4617 Mt. View Dr., Lakeland, FL 33813

SIGNATURE _____



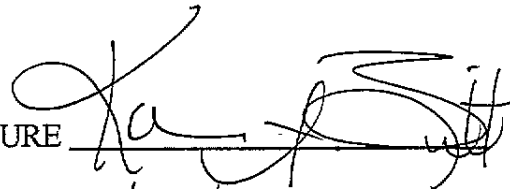
TITLE _____ VICE-PRESIDENT _____

DATE _____

1/12/00

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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 DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____



DATE _____

1/12/00