

FROM : FOR THE RECORD

PHONE NO. : 941 965 4576

Apr. 26 1999 01:44PM P1

P 00000024865

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P O Box 6327  
Tallahassee, FL 32314

EFFECTIVE DATE  
3-1-00

Subject: INCORPORATING

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 MAR -6 AM 10:58

FILED

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$ 70.00.

From:

BRAWNER CARPET

3314 HWY 27 South

LAKE WALES FL 33853

941-638-3199

9000003158389--2

-03/06/00--01102--013

\*\*\*\*\*70.00 \*\*\*\*\*70.00

A. C. 000000

MAR 1 0 2000

**CERTIFICATE OF INCORPORATION  
OF****EFFECTIVE DATE**  
3-1-00**FILED**  
**00 MAR -6 AM 10:58**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

THE UNDERSIGNED, being over the age of eighteen years, in order to form a corporation pursuant to the provisions of the Corporate Code, hereby certifies as follows:

**FIRST  
IDENTIFICATION**

The name of the corporation, hereinafter referred to as the "Corporation," is BRAWNER CARPET SERVICE, INC.

**SECOND  
PERIOD OF EXISTENCE**

The period during which the corporation shall continue is perpetual.

**THIRD  
REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the Corporation is 3314 HWY. 27 South LAKE WALES FL 33853. The mailing address of the registered office is P.O. Box 707 LAKE WALES, FL 33853 and the name and address of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served, is James W. Brawner.

3314 HWY 27 South  
LAKE WALES FL 33853

**FOURTH  
PURPOSE**

The purpose of the Corporation is to engage in any or all lawful business for which corporations may be organized under the provisions of the General Corporation Law of Florida.

**FIFTH  
SHARES**

The total authorized capital stock of the Corporation is 100 shares having a Par Value of \$1.00. All or any part of said shares may be issued by the Corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

**SIXTH  
INCORPORATOR'S ADDRESS**

The name and post office address of the Incorporator of the Corporation is as follows:

BRAWNER CARPET SERVICE, INC.  
P.O. BOX 868  
LAKE WALES FL 33853

**SEVENTH  
DIRECTORS**

The powers of the incorporator are to terminate upon the filing of this Certificate of Incorporation and the name(s) and mailing addresses of persons who are to serve as director(s) until the first meeting of stockholders or until their successors are elected and qualify are as follows:

JAMES W. BRAWNER  
PATRICIA G. BRAWNER  
2548 NURSERY ROAD  
LAKE WALES FL 33853

**EIGHTH  
INDEMNITY**

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

The effective date of this Certificate of Incorporation shall be March 1, 1999.2000

IN WITNESS WHEREOF, the undersigned Incorporator has caused this Certificate of Incorporation to be executed as of March 1, 1999.2000

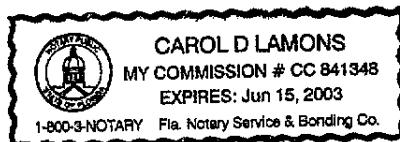
James W. Baum  
(Incorporator)

STATE OF FLORIDA       )  
COUNTY OF POLK       )

The foregoing Articles of Incorporation were acknowledged before me, this 1 day of March, 1999.2000

Carol D Lamons  
NOTARY PUBLIC State of Florida

My Commission Expires:



Carol D Lamons

## ACCEPTANCE BY REGISTERED AGENT

The undersigned, James W. Brawner, being appointed in the following Articles of Incorporation as the Registered Agent for BRAWNER CARPET SERVICE, INC., accepts the appointment as registered agent for said corporation this 1 day of March, 1999 2000

3-1-2000

Date

James W. Brawner

Name

FILED

00 MAR -6 AM 10:58

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA