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LAW OFFICE  
**JOSEPH M. BALOCCO, P. A.**  
1323 SE Third Avenue  
Fort Lauderdale, Florida 33316

**JOSEPH M. BALOCCO**  
**THOMAS T. COON, JR.**

Telephone: (954) 764-0005  
Facsimile: (954) 764-1478

April 20, 2000

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

Re: Rainbow Flooring Center, Inc.

100003218791--5  
-04/21/00--01088--018  
\*\*\*\*\*78.50 \*\*\*\*\*78.50

Gentlemen:

Enclosed please find the original and one (1) copy of Articles of Incorporation for the above proposed corporation.

If same meets with your approval, I would ask that you please endorse the copy, certify it and return it in the self-addressed, stamped envelope provided.

Our check in the sum of \$78.50 is enclosed to cover the various filing fees.

Thank you very much for your continued courtesies and cooperation.

Sincerely,

**JOSEPH M. BALOCCO, P.A.**

By: \_\_\_\_\_

Thomas T. Coon, Jr.

Enclosures

**FILED**  
00 APR 21 AM 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T BROWN APR 25 2000

**ARTICLES OF INCORPORATION  
OF  
RAINBOW FLOORING CENTER, INC.**

**FILED**  
00 APR 21 AM 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation is: Rainbow Flooring Center, Inc. The principal address of the corporation is 1190 Stirling Road, Stall B-2, Dania Beach, Florida 33004.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

**ARTICLE III - PURPOSE**

The corporation may conduct any lawful business for which a corporation may exist under Chapter 607 of the Florida Statutes.

**ARTICLE IV - STOCK**

This corporation is authorized to issue 100 shares of NO par value common stock which shall be designated "Common Shares."

**ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is: 1190 Stirling Road, Stall B-2, Dania Beach, Florida 33004 and the name of the initial registered agent of this corporation at that address is: Charles Sanders.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time in accordance with the By Laws. The name(s) and address(es) of the initial Board of Directors of this Corporation is (are):

NAME:

ADDRESS:

Charles Sanders

1190 Stirling Road  
Stall B-2  
Dania Beach, Florida 33004

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME:

ADDRESS:

Charles Sanders

1190 Stirling Road  
Stall B-2  
Dania Beach, Florida 33004

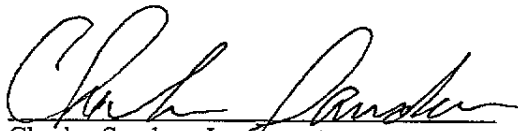
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

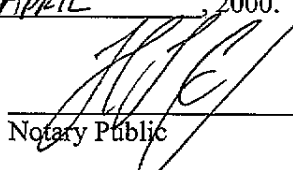
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20 day of April, 2000.

  
Charles Sanders, Incorporator


STATE OF FLORIDA  
COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared CHARLES SANDERS known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation or who produced a valid Florida Driver License as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 20<sup>th</sup> day of APRIL, 2000.

  
Notary Public

My Commission Expires

 Thomas T Coon, Jr  
My Commission CC769540  
Expires August 23, 2002

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with section 48.091, Florida Statutes, the following is submitted:

That Rainbow Flooring Center, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1190 Stirling Road, Stall B-2, City of Dania Beach, State of Florida, 33004, has named Charles Sanders, located at 1190 Stirling Road, Stall B-2, City of Dania Beach, State of Florida, 33004 as its agent to accept service of process within Florida.

Signature

Title

Date

Charles Sanders  
Incorporator  
4-20-00

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Signature

Date

Charles Sanders  
4-20-00

FILED  
00 APR 21 AM 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA