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October 2, 2000

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
POST OFFICE BOX 6327
TALLAHASSEE, FLORIDA 32314

RE: MATT'S TILE, INC.
ARTICLES OF INCORPORATION

Please find enclosed a check in the amount of \$87.50 for filing fee, registered agent fee, certified copy of Articles of Incorporation, and Certificate of Status for the above referenced Florida Corporation. Also enclosed are original of Articles of Incorporation for MATT'S TILE, INC.

Please advise when the Articles have been filed, and return the certified copy of the Articles to the herein referenced INCORPORATOR.

Sincerely,

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-10/11/00--01024--005
*****87.50 *****87.50

G. MATTHEW HOWARD, JR.
INCORPORATOR
2732 NANCY STREET
SARASOTA, FLORIDA 34237-7622

FILED
00 OCT 11 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch OCT 11 2000

ARTICLES OF INCORPORATION

OF

MATT'S TILE, INC.

FILED
00 OCT 11 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1. NAME

The name of the Corporation shall be MATT'S TILE, INC., a Florida Corporation.

ARTICLE 2. PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 3. POWERS

This Corporation shall have all the powers enumerated in the "Florida General Corporation Act", (Chapter 607, Florida Statutes).

ARTICLE 4. CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of voting common stock (one thousand shares), with a par value of \$1.00 (one dollar) per share.

ARTICLE 5. PREEMPTIVE RIGHTS

The holders of the common stock of the Corporation shall have the preemptive right to purchase upon such price, terms and conditions as shall be affixed by the Board of Directors, such of the shares of the common stock of the Corporation as may be issued from time to time over and above the issue of the first 100 shares of the common stock of the Corporation which have never previously been sold or issued. Such preemptive right shall apply to such shares whether such additional shares constitute a part of the shares presently or subsequently authorized or constitute shares held in the treasury of the Corporation and shall be exercised in the respective ratio with the number of shares held by each stockholder at the time of such issue bears to the total number of shares outstanding in the names of all stockholders at such time

ARTICLE 6. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is;

2732 NANCY STREET
SARASOTA, FLORIDA 34237-7622

and the name of the initial registered agent of this Corporation at that address is;

G. MATTHEW HOWARD, JR.

ARTICLES OF INCORPORATION

MATT'S TILE, INC.

ARTICLE 7. INITIAL BOARD OF DIRECTORS

This Corporation shall have one Director initially. The number of Directors may be either increased or decreased from time to time by the By-laws, but shall never be less than one. The name of the initial Director of this Corporation is

G. MATTHEW HOWARD, JR.

ARTICLE 8. INCORPORATOR

The name and address of the incorporator of this Corporation is;

G. MATTHEW HOWARD, JR.
2732 NANCY STREET
SARASOTA, FLORIDA 34237-7622

ARTICLE 9. CORPORATION'S PRINCIPAL OFFICE

The principal office of this Corporation will be as follows;

2732 NANCY STREET
SARASOTA, FL 34237-7622

ARTICLE 10. AMENDMENT

This Corporation reserves the right to amend or repeal any provision(s) contained in the Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

ARTICLES OF INCORPORATION

MATT'S TILE, INC.

ARTICLE 11. OFFICERS


The initial officers of this Corporation are as follows;

| | |
|----------------|------------------------|
| PRESIDENT | G. MATTHEW HOWARD, JR. |
| TREASURER | G. MATTHEW HOWARD, JR. |
| VICE-PRESIDENT | JOSEPH M. FOSTER |
| SECRETARY | G. MATTHEW HOWARD, JR. |

ARTICLE 12. CORPORATE EXISTENCE

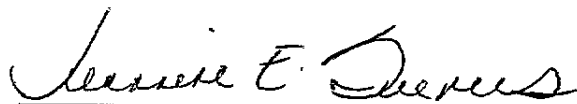
The Corporation will begin existence on October 15, 2000, and continue until dissolved as provided by law.

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE
ARTICLES OF INCORPORATION ON THIS 5 DAY
OF OCTOBER, 2000.


G. MATTHEW HOWARD, JR.
INCORPORATOR

STATE OF FLORIDA)
COUNTY OF SARASOTA)

In my presence on October 5, 2000 appeared G. MATTHEW HOWARD, JR. known to be the person described as the Incorporator, who executed the foregoing Articles of Incorporation, and said person did acknowledge subscribing to the same.


NOTARY PUBLIC

Driver's license provided
for identification.



Jeannine E. SeEVERS
MY COMMISSION # CC605504 EXPIRES
December 4, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR
MATT'S TILE, INC.

FILED
00 OCT 11 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above named Corporation, at the place designated in the Corporation's Articles of Incorporation, I hereby acknowledge and accept the appointment and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: OCTOBER 2, 2000



G. MATTHEW HOWARD, JR.
Registered Agent for
Matt's Tile, Inc.