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THE UNITED STATES
CORPORATION
COMPANY

FILED

00 NOV -7 PM 3: 44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 889531 162199A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : November 7, 2000

ORDER TIME : 2:13 PM

ORDER NO. : 889531-005

CUSTOMER NO: 162199A

CUSTOMER: Rick M. Morse, Cpa
Rick M. Morse, Cpa, P.a.

Suite 300
1700 University Drive
Coral Springs, FL 33071

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-11/08/00--01001--006
*****78.75 *****78.75

DOMESTIC FILING

NAME: PRO IMAGE FLOORING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

PH 11/7/00

RECEIVED
DIVISION OF CORPORATIONS
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE
SUFFICIENCY OF FILING

**ARTICLES OF INCORPORATION
OF
PRO IMAGE FLOORING, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this Corporation shall be :

PRO IMAGE FLOORING, INC.

ARTICLE II

PURPOSE

This corporation is organized for the purpose of **FLOORING**
and transacting any and all lawful business.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 2000 shares of \$ 1
par value common stock.

ARTICLE IV

INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this
corporation is:

**3441 SW 50TH TERRACE
DAVIE, FLORIDA 33314**

and the name of the initial registered agent of this
corporation at the above address is:

MICHAEL SAPARITO

ARTICLE V

DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Director of this corporation is:

**MICHAEL SAPARITO
3441 SW 50TH TERRACE
DAVIE, FL 33314**

**ANNETTE WILLIFORD
613 WINTHROP AVENUE
SMYRNA, TN 37167**

ARTICLE VI

INCORPORATOR

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

**MICHAEL SAPARITO
3344 SW 50TH TERRACE
DAVIE, FL 33314**

ARTICLE VII

POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE VIII

INDEMNIFICATION

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

ARTICLE IX

AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 6th day of November 2000

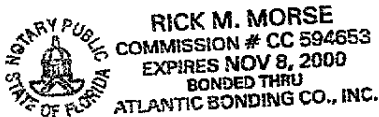
Michael Saparito

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this 6th DAY of November, 2000 MICHAEL SAPARITO appeared before me the undersigned authority, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same, freely and voluntarily for the purpose therein expressed.

Rick M. Morse
Notary Public

ss: My Commission Expires:



CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHICH
PROCESS MAY BE SERVED.

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TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES.
THE FOLLOWING IS SUBMITTED;

MICHAEL SAPARITO

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE
OF FLORIDA.

WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF DAVIE,
FLORIDA HAS NAMED MICHAEL SAPARITO LOCATED AT 3441 SW 50TH
TERRACE, DAVIE, FLORIDA 33314 IS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

Michael Saparito
CORPORATE OFFICER

TITLE

Pres

DATE

11/6/00

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 AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

Michael Saparito

DATE

11/6/00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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