

P01000043600

TRANSMITTAL LETTER

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

SUBJECT: Kathy's Floor Decor & More --- Inc
(PROPOSED CORPORATE NAME)

100004033011--9
-04/19/01--01075--012
****122.50 *****78.75

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF IN-
CORPORATION AND OUR CHECK FOR \$ 122.50.

FROM:

Kathleen Corbett
NAME (PRINTED OR TYPED)
2222 Whitewoods Ave
ADDRESS
Spring Hill, FL. 34609
CITY, STATE, & ZIP
(352) 684-2734
TELEPHONE NUMBER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 APR 27 PM 1:03

FILED

F. GIESSEN MAY 1 2000

NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF THE ARTICLES.

W-9064 /



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 23, 2001

KATHLEEN CORBETT
2222 WHITEWOOD AVE
SPRING HILL, FL 34609

SUBJECT: KATHY'S FLOOR DECOR & MORE, INC.
Ref. Number: W01000009064

We have received your document for KATHY'S FLOOR DECOR & MORE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist
New Filings Section

Letter Number: 001A00023759

**ARTICLES OF INCORPORATION
OF**

KATHY'S FLOOR DÉCOR & MORE...INC.

WE, THE UNDERSIGNED INCORPORATORS, FOR THE PURPOSE OF FORMING
A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT,
HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I – NAME

THE NAME OF THE CORPORATION SHALL BE:

KATHY'S FLOOR DÉCOR & MORE...INC.

ARTICLE II – DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY, COMMENCING ON
THE DATE OF ~~EXECUTION~~ AND ACKNOWLEDGEMENT OF THESE ARTICLES.
FILING

ARTICLE III – PURPOSE

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS
UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA'S
GENERAL CORPORATION ACT.

ARTICLE IV – CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE **100** SHARES OF PAR
VALUE COMMON STOCK, WHICH SHOULD BE DESIGNATED "COMMON
SHARES".

ARTICLE V – PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF
THIS CORPORATION SHALL BE:

***13142 SPRING HILL DRIVE
SPRING HILL, FLORIDA 34609***

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS
CORPORATION SHALL BE:

***2222 WHITEWOOD AVE.
SPRING HILL, FLORIDA 34609***

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TALLAHASSEE, FLORIDA

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION SHALL BE:

KATHLEEN CORBETT

ARTICLE VII – DIRECTORS

THIS CORPORATION SHALL HAVE ***TWO*** DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY MAJORITY VOTE OF THE STOCKHOLDERS, BUT IT SHALL NEVER BE LESS THAN ONE.

ARTICLE VIII – INCORPORATORS

THE NAME AND ADDRESSES OF THE INITIAL SUBSCRIBERS SIGNING THESE ARTICLES ARE AS FOLLOWS:

KATHLEEN CORBETT

2222 WHITEWOOD AVE.

SPRING HILL, FLORIDA 34609

JUAH BENSON

3217 MARINER BLVD.

SPRING HILL, FLORIDA 34609

ARTICLE IV – BYLAWS

THE POWER TO ADOPT, ALTER, AMEND, OR REPEAL BYLAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDERS.

ARTICLE X – RESTRICTIONS ON TRANSFER OF STOCK

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING PERSONS IN THE AMOUNT SET OPPOSITE THEIR NAMES:

KATHLEEN CORBETT - 50

JUAH BENSON - 50

SHARES HELD BY THE INITIAL SHAREHOLDERS LISTED ABOVE MAY NOT BE RESOLD OR OTHERWISE TRANSFERRED TO OTHER PERSONS UNLESS SUCH SHARES ARE FIRST OFFERED TO THE REMAINING SHAREHOLDERS OR TO THIS CORPORATION. THE PRICE AND TERMS AT WHICH, AND THE TIME WITHIN WHICH, SUCH SHARES MAY BE OFFERED AND SOLD SHALL BE FURTHER SPECIFIED BY WRITTEN AGREEMENT AMONG ALL THE SHAREHOLDERS AND THIS CORPORATION.

ARTICLE XI – AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION,

OR ANY AMENDMENTS HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDER IS SUBJECT TO THIS RESERVATION.

ARTICLE XII - TERMS OF ISSUING STOCK

STOCK SHALL BE ISSUED PURSUANT TO THESE ARTICLES OF INCORPORATION SHALL BE ISSUED UNDER TERMS, PROVISION AND CONDITIONS OF SECTION 1244 OF THE INTERNAL REVENUE CODE.

IN WITNESS WHEREOF, I HAVE HERETO SUBSCRIBED MY NAME AND AFFIXED MY SEAL TO THESE ARTICLES OF INCORPORATION, ON THIS 6TH DAY OF *APRIL* 2001.

Kathleen Corbett

John Benson

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: _____

Kathy's Floor Decor & More... INC

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS: _____

Kathleen Corbett

(NAME)

2222 Whitewood Ave

(P.O. BOX NOT ACCEPTABLE)

Spring Hill, FL 34609

(CITY/STATE/ZIP)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 APR 27 PM 1:03

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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 STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

Kathleen Corbett

DATE _____

4/12/01