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LAW OFFICES OF
KALTENBACH, WILLIAMS & RISTOFF, P.L.C.

Attorneys and Counselors at Law

7026 LITTLE ROAD
NEW PORT RICHEY, FLORIDA 34654

*Donald F. Kaltenbach**

Stephen R. Williams

David R. Ristoff

J. Ron Pliego

May 15, 2001

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**(of counsel)*

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32399

100004274481--2
-05/21/01--01157--008
*** 78.75 *****78.75

RE: FAMILY FLOORS, INC.

Dear Sirs:

Enclosed herewith please find the original and one copy of the Articles of Incorporation pertaining to the above captioned corporation for filing with your office, together with the attached authorization signature of Registered Agent.

Also enclosed please find a check in the amount of \$78.75 to cover the cost of the following:

Filing Fee	\$35.00
Certified Copy	8.75
Registered Agent	<u>35.00</u>
 TOTAL AMOUNT	 \$78.75

01 MAY 21 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Trusting that you will advise at an early time if there are any problems, I remain,

Cordially yours,

Stephen R. Williams
STEPHEN R. WILLIAMS

SRW/ka

Enclosures

RS
5/25/01

FILED

01 MAY 21 PM 1:19

ARTICLES OF INCORPORATION
OF
FAMILY FLOORS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned incorporators, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation shall be FAMILY FLOORS, INC.

ARTICLE II. PRINCIPAL PLACE OF BUSINESS

The principal office and address of said corporation is
5342 Grand Blvd., New Port Richey, Florida 34652.

ARTICLE III. PURPOSE

The purpose of this corporation is for the sales and service of hardwood, laminates, and ceramic tile floors, together with any and all business related thereto, and the transaction of any and all lawful business, both domestic and abroad for which corporations may be organized under Florida Statute 607.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares to be issued by this corporation shall be One Thousand (1,000) shares of common stock with a par value of One (\$1.00) Dollar each.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share at the price at which it is offered to others.

ARTICLE VI. REGISTERED AGENT

The Registered Agent of this corporation shall be DIANA L. KNAPP and the Registered Address of the corporation shall be 5342 Grand Blvd., New Port Richey, Florida 34652. The Registered Agent does hereby accept and is familiar with the duties of being designated as Registered Agent.

ARTICLE VII. DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased 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:

DIANA L. KNAPP
5342 Grand Blvd.
New Port Richey, Florida 34652

ARTICLE VIII. INCORPORATORS

The name(s) and addresse(s) of the incorporators to this corporation and number of shares they elect to take is/are:

DIANA L. KNAPP 600 shares
5342 Grand Blvd.
New Port Richey, Florida 34652

ARTICLE IX. AMENDMENT OF ARTICLES

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.

ARTICLE X. EFFECTIVE DATE

This corporation shall be in existence and effective upon the date of the filing these Articles of Incorporation.

IN WITNESS WHEREOF, the incorporators and Registered Agent have hereunto set her hand and seal this 17th day of _____

May, 2001.

WITNESSES:

Linda L. Louthan
Linda L. Louthan
Karen L. Ankrum

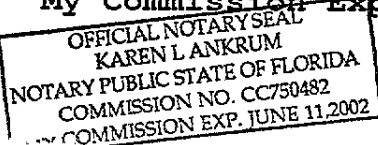
Karen L. Ankrum
STATE OF FLORIDA
COUNTY OF PASCO

Diana L. Knapp
DIANA L. KNAPP, Incorporator

BEFORE ME, the undersigned authority, personally appeared DIANA L. KNAPP, who executed the foregoing instrument, and acknowledged that he/she signed and sealed the said instrument, and did so freely and voluntarily for the uses and purposes therein mentioned.

WITNESS my hand and official seal this 17th day of May, 2001.

My Commission Expires:



Karen L. Ankrum
Notary Public

() OATH TAKEN
(x) OATH NOT TAKEN

() PERSONALLY KNOWN
(x) PRODUCED IDENTIFICATION:
Fla. Driver License

WITNESSES:

Linda L. Louthan
Linda L. Louthan
Karen L. Ankrum
Karen L. Ankrum

Diana L. Knapp
DIANA L. KNAPP
Registered Agent

STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME, the undersigned authority, personally appeared DIANA L. KNAPP, who executed the foregoing instrument, and acknowledged that he/she signed and sealed the said instrument, and did so freely and voluntarily for the uses and purposes therein mentioned.

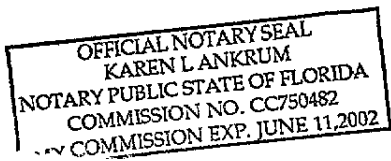
WITNESS my hand and official seal this 17th day of May, 2001.

My Commission Expires:

Karen L. Ankrum
Notary Public

() OATH TAKEN
(x) OATH NOT TAKEN

() PERSONALLY KNOWN
(x) PRODUCED IDENTIFICATION:
Fla. Driver License



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED

01 MAY 21 PM 1:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the aforementioned corporation, organized under the Laws of the State of Florida, submit the following statement in designating the Registered Office/Registered Agent, in the State of Florida:

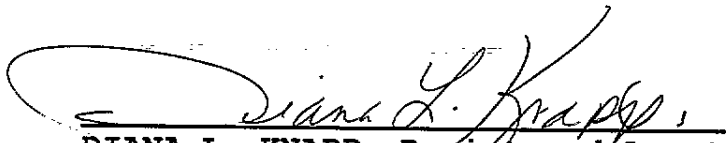
1. The name of the corporation is:

FAMILY FLOORS, INC.

2. The name and street address of the Registered Agent and Office is:

DIANA L. KNAPP
5342 Grand Blvd.
New Port Richey, Florida 34652

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.



DIANA L. KNAPP, Registered Agent