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October 2, 2001

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

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-10/08/01--01050--017
****131.25 *****87.50

Re: BODWIN TILES, INC.

Dear Sir or Madam:

Enclosed please find the original and two copies of the articles of incorporation for the above named corporation and a check in the amount of \$131.25 for the filing fees, Certified Copy and Certificate.

Please return the certificate and certified copy to:

Joseph Bodwin
4903 24th Street West
Bradenton, FL 34207

Thank you kindly for your assistance in this matter.

Best Regards,


Sharon O'Day, Esq.

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enclosures: Articles of Incorporation (original and 2 copies)
Check \$131.25

cc: Joseph Bodwin

F. G. W. OCT 9 2001

ARTICLES OF INCORPORATION
FOR
BODWIN TILES, INC.

ARTICLE I - NAME

The name of the corporation shall be: BODWIN TILES, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is: 4903 24th Street West, Bradenton, FL 34207.

ARTICLE III - PURPOSE

The purpose for which the corporation is organized is:

- (a) To carry on and conduct a tile subcontracting business including the laying, repairing, remodeling or otherwise engaging in any work upon tile, masonry, cement, stone and earth construction; to execute contracts or to receive assignments of contracts therefor, or relating thereto; also to furnish the materials and supplies connected herewith;
- (b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind;
- (c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated;
- (d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description;
- (e) To purchase, lease, or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill, franchises, and assets of every kind, of any corporation, partnership, Limited Liability Company, or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to apy for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of the State of Florida, of stock, bonds, or other securities of the Corporation or otherwise;
- (f) To apply for, obtain, purchase, or otherwise acquire any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for

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any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same;

- (g) to carry on any of the businesses herein enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the businesses, or any part thereof, or to enhance the value of its property, business or rights.

ARTICLE IV - SHARES

The corporation shall have the authority to issue 100,000 shares of stock, all of which shares are of one class and are designated common stock.

ARTICLE V - REGISTERED AGENT

The registered agent of the corporation is Joseph D. Bodwin and the registered street address is 4903 24th Street West, Bradenton, FL 34207.

ARTICLE VI - INITIAL OFFICERS / DIRECTORS

The initial Board of Directors shall have 2 members whose names and addresses are as follows:

Joseph Bodwin, President / Treasurer
4903 24th Street West
Bradenton, FL 34207


Walter Cory Bodwin, Vice President / Secretary
4903 24th Street West
Bradenton, FL 34207

The number of directors may be raised or lowered by amendment of the bylaws of the corporation, but shall in no case be less than one. The initial directors shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

ARTICLE VII - INCORPORATOR

The incorporator of this corporation is Joseph Bodwin whose street address is 4903 24th Street West, Bradenton, FL 34207.

Date: 10-2-01



JOSEPH BODWIN
Incorporator

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
BODWIN TILES, INC.**

Under the provisions of Florida Statute 607 and 621, BODWIN TILES, INCL., submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the corporation is BODWIN TILES, INC.
2. The registered agent of the corporation is Joseph D. Bodwin and the registered street address is 4903 24th Street West, Bradenton, FL 34207.

The undersigned being the person named in the articles of organization of BODWIN TILES, INC. as the registered agent of this corporation, hereby consents to accept service of process for the above-stated company at the place designated in the articles of incorporation, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.



JOSEPH D. BODWIN
Registered Agent

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