### CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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Signature

Name

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	Foreign Corp. File
	L.C. File
	Fictitious Name File
	Trade/Service Mark
	Merger File
	Art. of Amend. File
	RA Resignation
	Dissolution / Withdrawal
	Annual Report / Reinstatement
	Cert. Copy
	Photo Copy
	Certificate of Good Standing
	Certificate of Status
	Certificate of Fictitious Name
	Corp Record Search
	Officer Search
	Fictitious Search
	Fictitious Owner Search
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	UCC 11 Search
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	Courier

# ARTICLES OF INCORPORATION OF BENNINGTON CARPET & TILE WEST, INC.



#### ARTICLE I - CORPORATE NAME

The name of this corporation is BENNINGTON CARPET & TILE WEST, INC.

#### ARTICLE II - PRINCIPAL OFFICE

The principal place of business and official mailing address of this corporation shall be 23051 STATE ROAD 7; BOCA RATON FL 33428-5433.

#### ARTICLE III - CAPITAL STOCK

The number of shares this corporation is authorized to have outstanding at any one time is 1,000 \$1.00 par value common shares.

#### ARTICLE IV - INITIAL REGISTERED AGENT

The address of the initial registered office of the corporation is 7301A W Palmetto Park Rd – Ste 100C; Boca Raton, FL 33433-3403 and the name of the corporation's initial registered agent for service of process at such address is Robert S. Weinroth, Esq.

#### ARTICLE V - DIRECTORS

The number of directors of the corporation shall be fixed by the Bylaws. The initial Board of Directors shall consist of two (2) directors whose names and addresses are:

Angela T. Santorelli; 9177 SW 8<sup>th</sup> St Boca Raton, FL 33428-2030 Marie P. Santorelli; 9177 SW 8<sup>th</sup> St Boca Raton, FL 33428-2030

#### **ARTICLE VI - INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is:

Robert S. Weinroth,

7301A W Palmetto Park Rd – Ste 100C; Boca Raton, FL 33433-3403

#### **ARTICLE VII - INDEMNIFICATION**

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal,

administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is, or was, a director, incorporator, registered agent or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, or another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceeding, to the full extent permitted by the FL Business Corporation Act.

**IN WITNESS WHEREOF**, the undersigned incorporator has hereunto executed these Articles of Incorporation this 10<sup>th</sup> day of December, 2001.

Robert S. Weinroth

## CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statute §607.051 or 617.0501, 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: BENNINGTON CARPET & TILE WEST, INC.
- 2. The name of the registered agent and office is:

Robert S. Weinroth
Attorney At Law
7301A W Palmetto Park Rd – Ste 100C
Boca Raton FL 33433-3403

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT TO SERVICE OF PROCESS FOR THE ABOVE STATE 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 PROVISION 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:

DATE:

10 Dec 01

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SECRETARY OF STATE