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James W. Bauman

Attorney At Law

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 9, 2002

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*****78.75 *****78.75

Department of State
Division of Corporations
P. O. Box 6217
Tallahassee, FL 32314

Re: LOTS OF TILE, HARDWOOD & CARPET, INC.

Gentlemen:

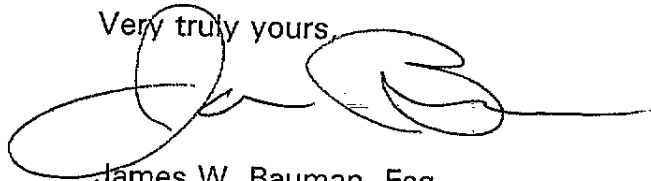
Enclosed are the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is my firm's check in the amount of \$78.75 representing payment of the following:

Filing Fee	\$35.00
Certified Copy Fee	8.75
Registered Agent Fee	35.00

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your courtesies in this matter.

Very truly yours,



James W. Bauman, Esq.

/hm
Enclosures

**ARTICLES OF INCORPORATION
OF
LOTS OF TILE, HARDWOOD & CARPET, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: **LOTS OF TILE, HARDWOOD & CARPET, INC.**

ARTICLE II

The principal place of business and mailing address of this Corporation shall be:

1700 Gulf to Bay Blvd.
Clearwater, Florida 33755

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 70,000 shares of common stock having a par value of \$1.00.

ARTICLE IV

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida. In addition, and more specifically, retail and wholesale sales, installation of all types of flooring for both residential and commercial facilities, including, but not limited to, tile, hardwood, carpet and laminate.

ARTICLE V

This Corporation shall have perpetual existence commencing upon the filing of these Articles.

ARTICLE VI

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

James W. Bauman
1008 Drew Street
Clearwater, Florida 33755

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII

The name of the initial sole director of this Corporation and his street address is:

Cynthia Litton
240 Sand Key Estates Drive, #46
Clearwater, Florida 33767

ARTICLE IX

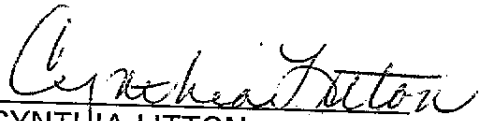
The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Cynthia Litton
240 Sand Key Estates Drive, #46
Clearwater, Florida 33767

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

The undersigned has executed these Articles of Incorporation this 9th day of January, 2002.


CYNTHIA LITTON
Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public, personally appeared CYNTHIA LITTON, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on the 9th day of January, 2002.


Notary Public

My Commission expires:



**CERTIFICATE OF DESIGNATION
OF RESIDENT AGENT/REGISTERED OFFICE**


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the resident agent/registered office in the State of Florida.

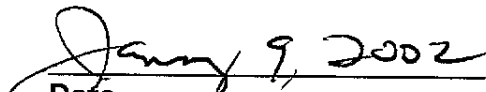
1. The name of the corporation is LOTS OF TILE, HARDWOOD & CARPET, INC.
2. The name and address of the resident/registered agent and office is:

JAMES W. BAUMAN
1008 Drew Street
Clearwater, Florida 33755

HAVING BEEN NAMED AS RESIDENT 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.



JAMES W. BAUMAN
Resident Agent



Date