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April 4, 2002

Florida Department of State  
Division of Corporations  
ATTN: BECKY McKNIGHT  
P.O. Box 6327  
Tallahassee, Florida 32314

100005096421--1  
-03/12/02--01032--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Articles of Incorporation for T S Floors, Inc.  
Ref. No. W02000007647

EFFECTIVE DATE  
04-03-02

Dear Becky:

I enclose herewith the *original* and one (1) copy of the Articles of Incorporation of the above-named corporation. After your telephone conversation with my office on Thursday, March 28, 2002 regarding your policy of receiving the Articles within five (5) working days of the effective date of the Articles, we have prepared a new set of Articles of Incorporation and our client has signed same. Please note that Article V sets out the effective date of the corporation as April 3, 2002.

Also, please note that Article XI of the Articles of Incorporation sets out the name and address of the Registered Agent of the corporation.

It is my understanding you are holding our check in the amount of \$78.75 to cover the cost of filing the Articles until you receive the enclosed documents from our office.

Should you have any questions, please do not hesitate to contract my office. Thank you for your prompt attention to this matter.

Sincerely yours,

H. Davis Upchurch, Jr.

Enclosures  
HDU,JR/rhb  
cc: Mr. Thomas Marino

FILED  
02 APR -5 PM 4:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 19, 2002

H DAVIS UPCHURCH JR ESQ  
UPCHURCH & ESPOSITO PA  
PO BOX 3956  
SAINT AUGUSTINE, FL 32085

SUBJECT: T S FLOORS, INC.  
Ref. Number: W02000007647

We have received your document for T S FLOORS, INC. and your check(s) totaling \$78.75. 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) 245-6931.

Becky McKnight  
Document Specialist  
New Filing Section

Letter Number: 002A00016473

*This instrument was prepared by:*  
*H. Davis Upchurch Jr., Esq.*  
*Upchurch & Esposito P.A.*  
*1510 N. Ponce de Leon Blvd.*  
*St. Augustine, Florida 32085*  
*Telephone (904) 825-1990*

ARTICLES OF INCORPORATION  
OF  
T S FLOORS, INC.

**EFFECTIVE DATE**  
04-03-02

The undersigned natural person, for the purpose of forming a corporation under the Florida Business Corporation Act, Florida Statutes Chapter 607, does hereby adopt the following Articles of Incorporation.

**ARTICLE I**  
**Name**

The name of the corporation is T S FLOORS, INC.

**ARTICLE II**  
**Nature of Business**

The general nature of the business to be transacted by this corporation is retail sale of floor coverings and any other activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE III**  
**Shares of Stock**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares of common stock at par value of one dollar (\$1.00) per share.

**ARTICLE IV**  
**Initial Capital**

The amount of capital with which this corporation will begin business is not less than five hundred dollars (\$500.00).

**ARTICLE V**  
**Effective Date**

The effective date of incorporation shall be April 3, 2002.

**FILED**  
**02 APR -5 PM 4:13**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI**  
**Term of Existence**

This corporation is to exist perpetually.

**ARTICLE VII**  
**Directors**

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time in accordance with the bylaws adopted by the shareholders, but shall never be less than two (2) nor more than five (5).

**ARTICLE VIII**  
**Initial Directors and Officers**

The name and residence and post office address of each member of the first Board of Directors and the officers are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>OFFICE</u></b>
Thomas Marino	1764 Tree Boulevard St. Augustine FL 32086	President
Salvatore Sacchere	1764 Tree Boulevard St. Augustine FL 32086	Vice President

**ARTICLE IX**  
**Subscribers**

The name and address of the subscriber to these Articles of Incorporation is: Thomas Marino, 1764 Tree Boulevard, St. Augustine, Florida, 32086.

**ARTICLE X**  
**Preemptive Rights**

The corporation elects to have the preemptive rights in accordance with its shareholders as defined in Florida Statutes 607.0630 (1999).

**ARTICLE XI**  
**Principal Office and Registered Agent**

The street address of the principle office of the corporation is 1764 Tree Boulevard, St. Augustine, Florida, 32086, and the name and address of the registered agent for the service of process is H. Davis Upchurch, Jr., Esq., Upchurch & Esposito, P.A., 1510 N. Ponce de Leon, St. Augustine, Florida, 32084.

**ARTICLE XII**  
**Amendment**

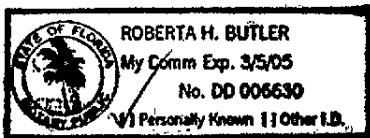
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholder meeting by a majority of the stock entitled to vote thereon.

  
\_\_\_\_\_  
**THOMAS MARINO**

STATE OF FLORIDA  
COUNTY OF SAINT JOHNS

The foregoing instrument was acknowledged before me this 3rd day of April, 2002, by THOMAS MARINO. Such person(s) did not take an oath and ☒ is/are personally known to me; \_\_\_\_\_ produced a current Florida driver's license as identification; \_\_\_\_\_ produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Notary Public Signature



\_\_\_\_\_  
Name of Notary

My commission expires:

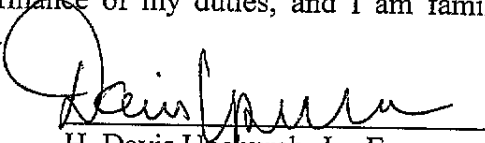
{Seal}

**Designation of Registered Office**  
**and Registered Agent**

Pursuant to the provisions of Sec. 607.0501 Fla.Stat.(1999), the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent for service of process in the State of Florida.

1. The name of the corporation is T S FLOORS, INC.
2. The name and address of the registered agent and office is: H. Davis Upchurch, Jr., Esq., Upchurch & Esposito, P.A., 1510 N. Ponce de Leon Blvd., Saint Augustine, Florida, 32084.

Having been named as Registered Agent for the service of process for the above name corporation at the above stated address, I hereby accept the appointment and agree to faithfully perform my duties. I further agree to comply with the provisions of all Florida Statutes relating to the proper and complete performance of my duties, and I am familiar with, and accept, the obligations as Registered Agent.

  
H. Davis Upchurch, Jr., Esq.

Date: April 3, 2002

FILED  
02 APR -5 PM 4:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA