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JAMES F. McCOLLUM WILLIAM J. RINALDO

April 24, 2002

RENEE MILLER
MELISSA NEWGENT
JULIE BRADDOCK
LEGAL ASSISTANTS

****122.50 *****78.75

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re:

Z&J Tile & Stone, Inc.

Gentlemen:

Enclosed is the signed original and one signed copy of the Articles of Incorporation for the above named corporation. Both have been subscribed and acknowledged before a notary public. I am enclosing my check in the amount of \$122.50 representing a \$35.00 filing fee, a \$35.00 certified copy fee and \$52.50 for a registered agent designation. If you find these documents satisfactory, please place your certificate and endorse your approval on the photocopy and return same to me.

Should you have any questions, please do not hesitate to contact this office.

Very truly yours,

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WJR/rm enclosures

copy to:

Client

F. GHESSER APR 3 0

ARTICLES OF INCORPORATION OF Z&J TILE & STONE, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

- Article 1. NAME. The name of the corporation is: Z&J TILE & STONE, INC.
- Article 2. DURATION. The duration of the corporation is perpetual.
- Article 3. PURPOSE. The purpose for which the corporation is organized is to engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way and to do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.
- Article 4. CAPITAL STOCK. The aggregate number of shares which the corporation is authorized to issue is 8,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.
- Article 5. INITIAL PRINCIPAL OFFICE. The principal address as well as the street address of the Initial Principal Office of the corporation is 4021 US 27 South, Sebring, Florida 33870.
- Article 6. INITIAL REGISTERED AGENT & REGISTERED ADDRESS. The name of the Initial Registered Agent is McCollum & Rinaldo, P.L. whose address is 129 South Commerce Avenue, Sebring, Florida, 33870.
- Article 7. INITIAL BOARD OF DIRECTORS. The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and

address of each initial Director of the corporation is as follows:

NAME OF DIRECTOR

ADDRESS

Juan R. Soto

4021 US 27 South Sebring, Florida 33870

Zulma H. Soto

4021 US 27 South Sebring, Florida 33870

Article 8. INCORPORATORS. The name and address of the Incorporator is William J. Rinaldo, 129 South Commerce Avenue, Sebring, Florida, 33870.

Article 9. AMENDMENT. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 10. ACCEPTANCE BY REGISTERED AGENT. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

William J. Rinaldo, Incorporator

State of Florida County of Highlands

The foregoing instrument was sworn to, subscribed and acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and acknowledged by William J. Rinaldo. Subscribed and Acknowledged before me on 4/24/02 by William J. Rinaldo. Subscribed and Acknowledged by William J. Rinaldo. Subscribed by

(affix notarial scar)

Notary Public, State 91-16-1142

My comm. expires Nov. 29, 2005

Comm. No. DD053687

Signature of Notary Public - State of Florida

The undersigned hereby accepts the appointment as Registered Agent of **Z&J TILE & STONE**, **INC.** which is contained in the foregoing Articles of Incorporation.

Dated April 24, 2002.

McCollum & Rinaldo

William J. Rinaldo, Vice President

Registered Agent