

Zimmer & Lawson

Accounting Services, Inc.

2403 State Street
Tampa, Florida 33609

813.354.8301
Fax 813.354.8201

POD000079835
TRANSMITTAL LETTER

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

300006551153--4
-07/22/02--01053--008
*****78.75 *****78.75

Subject: FISHER CARPETS, INCORPORATED

Enclosed is an original and one copy of the Articles of Incorporation and a check for: \$78.75

From: Zimmer & Lawson Accounting Service, Inc.
2403 State Street,
Tampa, FL. 33609
813-354-8301

02 JUL 22 PM 2:26
SECRETARY OF STATE
DIVISION OF CORPORATIONS

SMITH JUL 25 2002

**ARTICLES OF INCORPORATION
OF
FISHER CARPETS , INCORPORATED**

**THE UNDERSIGNED INCORPORATORS OF THESE ARTICLES OF
INCORPORATION, A NATURAL PERSONS COMPETENT, HEREBY PRESENTS
THESE ARTICLES OF INCORPORATION FOR THE FORMATION OF A CORPORATION
UNDER THE LAWS OF THE STATE OF FLORIDA.**

ARTICLE I NAME

**THE NAME OF THE CORPORATION IS; FISHER CARPETS,
INCORPORATED.**

02 JUL 22 PM 2:26
STATE OF FLORIDA
DIVISION OF CORPORATIONS

ARTICLE II EXISTENCE

**THE CORPORATION SHALL COME INTO EXISTENCE IMMEDIATELY
UPON THE FILING OF THESE ARTICLES OF INCORPORATION AND SHALL HAVE
A PERPETUAL EXISTENCE THEREAFTER.**

ARTICLE III NATURE OF BUSINESS

THE NATURE OF THE BUSINESS AND THE OBJECTS AND PURPOSES

PROPOSED TO BE TRANSACTED, PROMOTED, OR CARRIED ON ARE TO ENGAGE
IN ANY AND ALL LAWFUL BUSINESSES IN THE STATE OF FLORIDA, INCLUDING
CARPET, TILE, WOOD FLOORS SERVICE AND INSTALLATION.

ARTICLE IV CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THE CORPORATION IS AUTHORIZED TO HAVE AT ANY ONE TIME IS 500 SHARES OF COMMON STOCK. WITH THE BREAKDOWN BEING LOUIS FISHER 500 SHARES OF COMMON STOCK.

ARTICLE V INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THE CORPORATION SHALL BEGIN BUSINESS IS \$500.00.

ARTICLE VI ADDRESS & REGISTERED AGENT

THE POST OFFICE ADDRESS OF THE CORPORATION PRINCIPAL BUSINESS OFFICE IS 205 APOLLO BEACH BLVD. STE. 106 APOLLO BEACH, FL. AND ADDRESS OF ITS INITIAL REGISTERED AGENT IS MONICA ZIMMER LAWSON 2403 STATE STREET TAMPA, FL. 33609. THE BOARD OF DIRECTORS FROM TIME TO TIME MAY MOVE THE REGISTERED AGENTS OFFICE TO ANY OTHER OFFICE

IN THE STATE OF FLORIDA. I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES
AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

Monica Z. Sawson SIGNED THIS DAY July 11, 2002

ARTICLE VII BOARD OF DIRECTORS

THE INITIAL BOARD OF DIRECTORS SHALL CONSIST OF THOSE
DIRECTORS WHOSE NAME AND ADDRESS ARE AS FOLLOWS;

**PRESIDENT: LOUIS FISHER
 6248 FAIRWAY BLVD
 APOLLO BEACH, FL. 33572**

ARTICLE VIII INCORPORATORS

THE NAME AND ADDRESS OF THE INCORPORATOR TO THESE
ARTICLES OF INCORPORATION IS:

**LOUIS FISHER
6248 FAIRWAY BLVD.
APOLLO BEACH, FL. 33572**

PRESIDENT

ARTICLE IX CHAPTER "S"

THE DIRECTORS SHALL BE AUTHORIZED TO MAKE A DECLARATION AS MAYBE NECESSARY TO CAUSE THE CORPORATION TO QUALIFY FOR TREATMENT AS AN "S" CORPORATION UNDER SECTION 1362 OF THE INTERNAL REVENUE CODE.

ARTICLE X AMENDMENTS

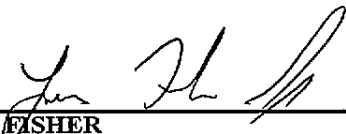
THE ARTICLE OF INCORPORATION MAYBE AMENDED IN THE MANNER AS PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE SHAREHOLDERS, AND APPROVED AT A SHAREHOLDERS MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON. UNLESS ALL DIRECTORS AND ALL THE SHAREHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE. ALL RIGHTS OF THE SHAREHOLDERS ARE SUBJECT TO THESE RESERVATIONS.

ARTICLE XI

THE SHAREHOLDERS OF THE COMMON STOCK OF THIS CORPORATION SHALL HAVE PRESCRIPTIVE RIGHTS TO THE SHARES OF COMMON STOCK OR ANY OTHER TYPE OF STOCK OF THIS CORPORATION HERE AFTER ISSUED.

INWITNESS WHEREOF, THE INCORPORATORS ABOVE NAMED, HERE UNTO SET THEIR HANDS AND SEALS ON THIS 11th DAY OF July ~~June~~ 2002.

FOR THE PURPOSE OF FORMING THIS CORPORATION UNDER THE LAWS FOR THE
STATE OF FLORIDA AND MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE IN THE OFFICE
OF THE SECRETARY OF THE STATE OF FLORIDA. THESE ARTICLES OF INCORP-
ORATION AND CERTIFY THAT THE FACTS.
HEREIN STATED ARE TRUE



LOUIS FISHER
PRESIDENT

STATE OF FLORIDA
DIVISION OF CORPORATIONS
02 JUL 22 PM 2:26