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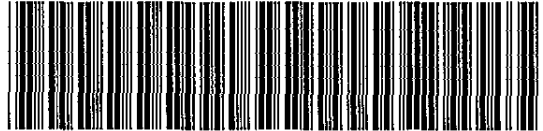
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TALLAHASSEE, FLORIDA

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F. G. HESER

OCT 29

114

CAPITAL CONNECTION, INC.

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

*Carpets and More of
Middleburg Inc*

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Requested by: *SW*

Name _____

Date *10/29*

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Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ 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 _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

ARTICLES OF INCORPORATION
OF
CARPETS AND MORE OF MIDDLEBURG, INC.

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The undersigned hereby executed these Articles of Incorporation for the purpose of becoming a corporation under and by virtue of the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges of immunities of a corporation for profit.

ARTICLE I

The name of this corporation shall be: CARPETS AND MORE OF MIDDLEBURG, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation is: flooring installation.

(a) To have and to exercise such general corporate powers as is now or may hereafter be given corporations organized under Chapter 607, Florida Statutes, 1975, and amended thereto.

(b) To maintain and operate a carpet and flooring installation together with all of the necessary incidents of maintenance and operation of same. To improve, manage and operate real property; to build, construct and alter houses and other structures thereupon and develop real property generally; to buy sell and exchange real property, rent and lease real property, improved and unimproved; to make all mortgages on real property and borrow money thereon by mortgage or otherwise; loan money upon real property and take mortgages and assignment of mortgages on the same; to buy, sell and deal in bonds and loans secured by mortgages or other liens on real property, and carry on any of the above businesses or another business connected therewith; whether the same may be permitted by law, either Manufacturing or otherwise,, and to the same extent an the laws of this State confer upon corporations and organizations under said act, and to do any and all of the business above mentioned and set forth to the same extent as natural persons might or could do.

(c) To manufacture, purchase, or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in trade in, deal in and with goods, wares, merchandise, real and personal property,, and services of every class, kind and description; except that it is not go conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

(d) To conduct business in , have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of

Florida, and in all other states and countries.

(e) To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments, to secure the payment or corporate indebtedness as required.

(f) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(g) To guarantee, endorser purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire to dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(h) To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more or the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.

ARTICLE III.

The maximum number of shares of stock of this corporation that is authorized to be outstanding at any one time is: ONE HUNDRED SHARES of common stock, without nominal or par value. The consideration to be paid for each share shall be in money, property or services or as fixed by the Board of Directors.

ARTICLE IV.

The existence of this corporation shall be perpetual.

ARTICLE V.

The principal place of business of said corporation shall be 2581 Blanding Boulevard, Middleburg, Florida 32068 with the privilege of having branch offices at any other place or places within or without the State of Florida.

ARTICLE VI.

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by a majority vote of the directors, but shall never be less than one (1).

ARTICLE VII.

The names and post office addresses of the First Board of Directors of this corporation who shall hold office until their successors are chosen shall be:

<u>Name</u>	<u>Post Office Address</u>
Penny Boston	2581 Blanding Blvd., Middleburg, FL 32068
Wayne Boston	2581 Blanding Blvd., Middleburg, FL 32068

ARTICLE VIII.

The names and post office addresses of the officers of this corporation who shall hold office until their successors are elected and qualified shall be:

<u>Name</u>	<u>Post Office Address</u>
Penny Boston - President	2581 Blanding Blvd. Middleburg, FL 32068
Wayne Boston - Vice President/ Secretary/Treasurer	2581 Blanding Blvd. Middleburg, FL 32068

ARTICLE IX.

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

PAUL S. BOONE
4811 Beach Boulevard, Suite 401
Jacksonville, Florida 32207

ARTICLE X.

The Registered Agent of this corporation is: Penny Boston

ARTICLE XI.

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 the Stockholders' Meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, I, the undersigned, being the sole subscriber to these Articles of Incorporation, do hereby make and file these Articles of Incorporation, and declare and certify that the facts herein stated are true and accordingly, I have hereunto set my hand and seal at Jacksonville, Duval County, Florida, this 5th day of September A.D., 2002.

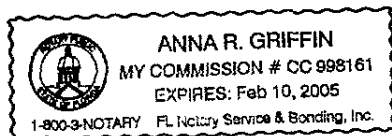

WAYNE BOSTON

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME I the undersigned authority, duly authorized under the laws Of the State of Florida, to administer oaths and take acknowledgments this personally appeared WAYNE BOSTON, to me well known and known to me to be the person who subscribed to and signed the above and foregoing Articles of Incorporation and being by me first duly sworn acknowledged and stated that the above and foregoing Articles of Incorporation was subscribed to for the use and purpose therein expressed and that the facts therein are truly set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 5th day of September A.D. 2002, at Jacksonville, Florida.


Notary Public



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