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(Requestor's Name)

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PICK-UP WAIT MAIL

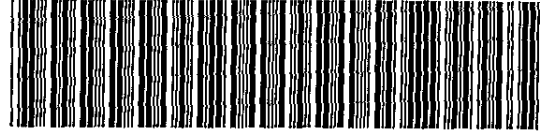
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 NOV 14 PM 3:32

F. CHESSER NOV 19 1

Secretary of State
Division of Corporation
P. O. Box 6327
Tallahassee, FL. 32314

Re: B & I TILE, INC.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$78.75.

This represents the cost of the Filing Fees, and a Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Yours very truly,


(Individual's name) - EUGENE ROBERT BELLFLOWERS

B & I TILE, INC.
(Name of corporation)

MAILING ADDRESS OF CORPORATION BELOW

Address: 19151 Southeast 135th Court #11
City: Dunnellon State: Florida Zip: 34431
Phone number: Area code (352) 489-0919

ARTICLES OF INCORPORATION

OF

B & I TILE, INC

ARTICLE I. NAME

The name of this corporation shall be B & I TILE, INC.

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ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by EUGENE ROBERT BELLFLOWERS, the incorporator. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of tile installation and engaging in the transaction of any and all business activities permitted under the laws of FLORIDA and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 500 par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for

sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be 2. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are: EUGENE ROBERT BELLFLOWERS, 19151 Southeast 135th Court, #11, Dunnellon, Florida 34431 and IRENE BELLFLOWERS, 19151 Southeast 135th Court, #11, Dunnellon, Florida 34431.

ARTICLE VIII. INITIAL OFFICERS

The name and address of each individual who shall serve as an Officer are: President, EUGENE ROBERT BELLFLOWERS, 19151 Southeast 135th Court, #11, Dunnellon, Florida 34431 and Vice President, IRENE BELLFLOWERS, 19151 Southeast 135th Court, #11, Dunnellon, Florida 34431.

ARTICLE IX. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

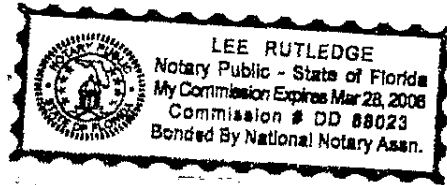
State Of FLORIDA
County Of PALM

On NOV. 10, 2005, EUGENE ROBERT BELLFLOWERS, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a FLORIDA driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of B & I TILE, INC.

Lee Rutledge
Notary Public

LEE RUTLEDGE

(Notary Public - Printed Or Typed Name)



Commission Expiration Date & Commission Number:

3/28/06
DD 88023

(SEAL)

ARTICLE X. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 19151 Southeast 135th Court, #11, Dunnellon, Florida 34431.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: EUGENE ROBERT BELLFLOWERS.

ARTICLE XI. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are: EUGENE ROBERT BELLFLOWERS, 19151 Southeast 135th Court, #11, Dunnellon, Florida 34431.

ARTICLE XII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.


EUGENE ROBERT BELLFLOWERS - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of B & I TILE, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for B & I TILE, INC.


EUGENE ROBERT BELLFLOWERS - Registered Agent

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