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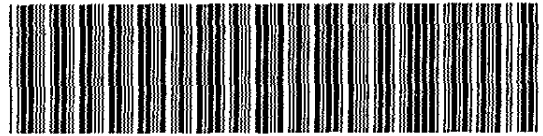
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SECRETARY OF STATE
ATTN: ASST. CLERK

VIA FEDERAL EXPRESS

November 17, 2003

Secretary State of Florida

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation for the above referenced matter... Please file the Articles with the Secretary of State's office, as soon as possible, and return a stamped copy of same to the attention of the undersigned

If you have any questions concerning this matter, please do not hesitate to contact our office.

Sincerely yours,

Roberta Colon
3540 Irish Lane
Port Orange, FL 32129

ARTICLES OF INCORPORATION

of

B & R CARPETS, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

B & R CARPETS, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to provide and install carpet and all types of flooring; also to engage in every and any aspect and phase of any and every lawful business, including, but not limited to, the following activities:

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.

To loan money, to contract 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 payments of corporate indebtedness as required.

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

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or 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 whole owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares of common stock with a nominal or par value of \$10.00. The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators may, by contract, restrict the alienability of this stock. An endorsement shall be made upon each certificate of stock indicating the existence of such contract.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is one thousand (\$1,000.00) dollars.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The street address of the initial principal office of this corporation is 3540 Irish Lane, Port Orange, Florida 32129. The Board of Directors may, from time to time, move the principal office to any other address in Florida. The mailing address of the corporation is 3540 Irish Lane, Port Orange, Florida 32129.

ARTICLE VII. DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased from time to time, by By-Laws adopted by the stockholders.

ARTICLE VIII. INITIAL DIRECTORS

The names and addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
BIENVENIDO COLON	3540 Irish Lane Port Orange, Fl 32129
ROBERTA COLON	3540 Irish Lane Port Orange, Fl 32129

ARTICLE IX. SUBSCRIBERS

The name and address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration thereof:

<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Consideration</u>
Bienvenido Colon	3540 Irish Lane Port Orange, Fl 32129	50	\$500.00
Roberta Colon	3540 Irish Lane Port Orange, Fl 32129	50	\$500.00

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XI. REGISTERED AGENT AND OFFICE

The registered agent and office for this corporation shall be BIENVENIDO COLON, 3540 IRISH LANE, PORT ORANGE, FLORIDA 32129, to accept service of process within this State as to this corporation.

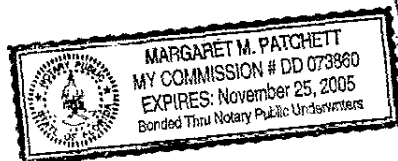
Bienvenido Colon
BIENVENIDO COLON

Roberta Colon
ROBERTA COLON

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared BIENVENIDO COLON AND ROBERTA COLON, to me personally known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 16th day of November, 2003.



Margaret M. Patchett
Notary Public, State of Florida at
Large

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED: ^{R.C.}
_{B. C.}

FIRST: THAT ^B~~X~~ & R CARPETS, INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS AT 3540 IRISH LANE, PORT ORANGE, FL 32129 HAS
NAMED BIENVENIDO COLON, LOCATED AT 3540 IRISH LANE, PORT ORANGE, FL
32129, AS ITS REGISTERED AGENT AND OFFICER TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.

Bienvenido Colon
BIENVENIDO COLON, Subscriber

Roberta Colon
ROBERTA COLON, Subscriber

DATE: 11/17/03

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

Bienvenido Colon
BIENVENIDO COLON
REGISTERED AGENT

DATE: 11/17/03

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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