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(Requestor's Name)

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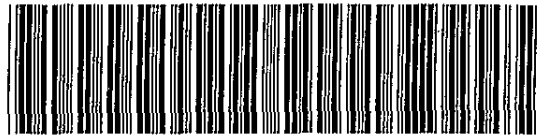
(Business Entity Name)

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12/3/03

**TRANSMITTAL LETTER**

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2003 NOV 24 PM 6:47

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

SUBJECT: TILE BY KELLY, INC.

Dear Sir or Madam:

Please find enclosed for filing one original and one copy of the NEW Articles of Incorporation.

Also enclosed is a check in the amount \$ 122.50 payable to: Florida Department of State for the TRANSFER FEE, filing fee, certified copy and certificate of status.

Please return to:     TILE BY KELLY, INC.     —  
                          C/O KELLY HAMEL - Registered Agent & Incorporator  
                          P O BOX 1852  
                          TAVARES, FL 32778

NOTE: The original and one copy of the NEW articles are enclosed.

Affidavit to Release Corporation name for New Articles of Incorporation

STATE OF FLORIDA

COUNTY OF LAKE

1. Introduction. KELLY HAMEL, being duly sworn, deposes and says:

2. Description of Deponent. I am the President/Director/Incorporator of TILE BY KELLY INC., a corporation organized and existing under the laws of Florida and qualified to do business under the laws of Florida, with its principal offices at: 35433 N HAINES CREEK RD in TAVARES, FL 32778. I make this affidavit solely as an agent of the above referenced corporation and in no other capacity.

3. Revoking Privilege and Release of Name. I do now hereby revoke any former use of corporate name and do now transfer the corporate name: Herod Pool Contracting, Inc. to be filed and used with the new articles of incorporation now dated NOVEMBER 18, 2003 having full right, power, and authority to transfer such name.

4. Inducement. This affidavit is made for the specific purpose of transferring the corporate name as stated from any/all previous articles of incorporation dated prior to the new articles now dated NOVEMBER 18, 2003.

  
Signature - KELLY HAMEL

Be it known that on the 18th day of NOVEMBER, 2003, before me appeared KELLY HAMEL who is personally known to me.

  
Notary - State of Florida



Randall E. Mikell  
MY COMMISSION # CC970603 EXPIRES  
November 4, 2004  
BONDED THRU TROY FAIN INSURANCE, INC.

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TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

In Compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I NAME

The name of the Corporation shall be: TILE BY KELLY, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation is: 35433 N HAINES CREEK RD in TAVARES, FL 32778.

The mailing address for all legal correspondence is: P O BOX 1852 in TAVARES, FL 32778.

ARTICLE III PURPOSE

This corporation was established as a professional profit corporation.

ARTICLE IV SHARES

The aggregate number of shares which the Corporation has authority to issue 1,000 shares of common stock with no par value.

ARTICLE V OFFICERS/DIRECTORS

KELLY HAMEL  
PRESIDENT/DIRECTOR  
35433 N HAINES CREEK RD  
TAVARES, FL 32778

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the initial registered agent and office of the Corporation is:  
KELLY HAMEL located at: 35433 N HAINES CREEK RD in TAVARES, FL 32778.

ARTICLE VII INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:  
KELLY HAMEL located at: 35433 N HAINES CREEK RD in TAVARES, FL 32778.

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Having been named as registered agent to accept service for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

(SIGNATURE) Kelly Hamel - Registered Agent

11-18-03

Date

(SIGNATURE) Kelly Hamel - Incorporator

11-18-03

Date