

Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850) 205-0381

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

DEPARTMENT OF STATE  
TALLAHASSEE FLORIDA

2003 DEC -3 PM 2:18

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**FLORIDA PROFIT CORPORATION OR P.A.**

**bruce flooring installation, inc.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

(5)

ARTICLES OF INCORPORATION  
OF  
Bruce Flooring Installation, Inc.

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is Bruce Flooring Installation, Inc.

ARTICLE II

Term of Existence

The corporation shall have perpetual existence, commencing upon December 3, 2003, or such other date no more than five (5) days prior to the filing of these Articles of Incorporation with the Florida Department of State, whichever is later.

ARTICLE III

General Purpose of Corporation

The general purpose of the corporation and the nature of the business to be transacted by the corporation are to engage in any and all activities and exercise any and all powers, rights, and privileges for which a corporation may now or hereinafter be organized under the laws of the State of Florida.

ARTICLE IV

Principal Office

The principal office and mailing address of the corporation will be located at 318 SE 71<sup>st</sup>

Terrace, Gainesville, Florida 32601.

#### ARTICLE V

##### Capital Stock

The corporation is authorized to issue one hundred thousand (10,000) shares of common stock, having a par value of \$ .01 per share.

#### ARTICLE VI

##### Preemptive Rights

All holders of the corporation's common stock shall have preemptive rights with respect to any stock issued by the corporation subsequent to the date on which such shareholder purchased his or her shares. The preemptive right of each individual shareholder shall entitle such shareholder to purchase a percentage of the stock to be issued by the corporation such that his or her proportionate ownership interest in the corporation will remain the same.

#### ARTICLE VII

##### Stock Purchased By Employee

Upon termination, for any cause, of the relation of employer and employee existing between company and the employee, company shall have the option, at its sole discretion, to repurchase the employee's shares of capital stock at par value, being \$.01, which stock employee agrees to sell. Until that time as company shall have exercised its rights and purchased the stock, as provided, employee shall receive all the income, dividends and accretions. The right to purchase shall be construed to include any shares issued to employee as dividends, upon the same terms and conditions that apply to the original issue.

#### ARTICLE VIII

##### Indemnification

The Board of Directors is authorized, to the extent allowable by law, to indemnify any officers, directors, employees, or other agents of the corporation for any liability arising out of any act performed in furtherance of the officers', directors', employees', or agents' duties to the corporation. The Board of Directors may adopt an indemnification policy more restrictive than that allowed by law but shall set forth the indemnification policy in the corporation's bylaws and shall

not deviate therefrom without amending said bylaws.

#### ARTICLE IX

##### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 333 First Street North, Suite 305, Jacksonville Beach, Florida 32250, and the name of the initial registered agent of this corporation at that address is Bryan C. Goode III.

#### ARTICLE X

##### Incorporator

The name and address of the incorporator of this corporation is:

Bryan C. Goode III  
333 1<sup>st</sup> Street North, Suite 305  
Jacksonville Beach, FL 32250

IN WITNESS WHEREOF, the incorporator has executed these Articles on December 3,  
2003.

  
Bryan C. Goode III

TOTAL P.05

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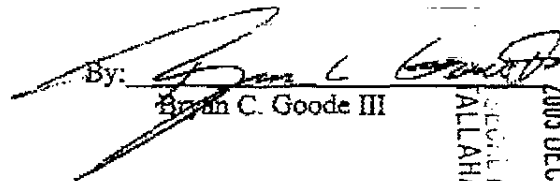
Bruce Flooring Installation, Inc.

**APPOINTMENT OF STATUTORY AGENT**

The undersigned, Bruce Flooring Installation, Inc., a Florida corporation, with its principal office in Gainesville, Alachua County, Florida, hereby appoints Bryan C. Goode III, a natural person residing in Duval County, Florida, as its statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the undersigned may be served. The complete address of said statutory agent is 333 First Street North, Suite 305, Jacksonville Beach, Florida 32250.

Dated: December 3, 2003.

Bruce Flooring Installation, Inc.

By:   
Bryan C. Goode III

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TALLAHASSEE FLORIDA

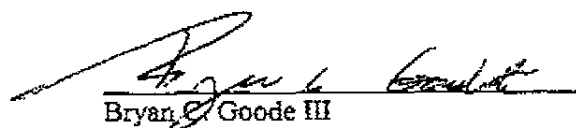
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**ACCEPTANCE OF APPOINTMENT**

TO: Bruce Flooring Installation, Inc.

The undersigned hereby accepts appointment as statutory agent of the above corporation upon whom any process, notice or demand required or permitted by statute may be served, and hereby confirms that he is familiar with, and accepts, the obligations of that position.

December 3, 2003.

  
Bryan C. Goode III

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