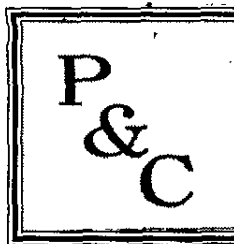


FILED
03 DEC -2 PM 1:49
STATE
TALLAHASSEE, FLORIDA



PRICE & COMPANY, P.A.

Certified Public Accountants
Business & Individual Consulting Services

November 25, 2003

TO: KEITH'S CARPET INSTALLATION, INC.
ATTN: Howard Keith Thompson

We have typed and are enclosing the following:

- Articles of Incorporation for KEITH'S CARPET INSTALLATION, INC., along with a transmittal letter to the Secretary of State.

Please sign the transmittal letters and the Articles where indicated and mail them directly to the Secretary of State along with a check in the amount of \$70 made payable to the Secretary of State. In addition, as soon as you receive your notice from the State that your articles have been processed, please provide us with a copy for our files. We will need that letter to prepare the forms listed below:

- Form SS-4, Application for Employer Identification Number.
- Form 2553, Sub S Election.

If you have any questions, please do not hesitate to call me.

Best regards,

Phillip W. Price
Certified Public Accountant

PWP:jh

Enclosures

753 N. Citrus Avenue
P.O. Box 2290
Crystal River, FL 34423
PH: (352) 795-6118
FAX: (352) 795-1133
Email: ppricecp@tampabay.rr.com
Web: www.pwprice.com



KEITH'S CARPET INSTALLATION, INC.

8851 C R 641
Bushnell, Florida 33513

November 25, 2003

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

Gentlemen:

We are enclosing Articles of Incorporation for Keith's Carpet Installation, Inc., along with a check for \$70 payable to the Secretary of State.

Thank you for your attention to this matter.

Regards,



Howard Keith Thompson
President

HT:jh

Enclosures

ARTICLES OF INCORPORATION
OF
KEITH'S CARPET INSTALLATION, INC.

FILED
03 DEC -2 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a for profit corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME.

The name of the for profit corporation shall be Keith's Carpet Installation, Inc.

ARTICLE II. PRINCIPAL OFFICE & MAILING ADDRESS.

The principal place of business of this corporation shall be: 8851 C R 641, Bushnell, Florida 33513. The mailing address of this corporation shall be: 8851 C R 641, Bushnell, Florida 33513.

ARTICLE III. PURPOSE

This for profit corporation was organized to conduct all business deemed proper and necessary flooring installations.

ARTICLE IV. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares, each share having a par value of \$1.00.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT.

The address of the initial registered office of this corporation is: 8851 C R 641, Bushnell, Florida 33513, and the name of the initial registered agent of this corporation at the address is: Howard Keith Thompson.

This corporation shall have one (1) director(s) initially. The number of directors may be increased or decreased from time to time by the By-Laws, but there shall always be at least one director. The name and address of the initial directors of this corporation are:

NAME

ADDRESS

Howard Keith Thompson

8851 C R 641
Bushnell, Florida 33513

ARTICLE VII. INCORPORATOR.

The name and address of the person signing these Articles of Incorporation is:

Howard Keith Thompson
8851 C R 641
Bushnell, Florida 33513

The undersigned has executed these Articles of Incorporation this _____ day of _____, 2003


Howard Keith Thompson

FILED

03 DEC -2 PM 1:49

ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Howard Keith Thompson

Date: _____