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FLORIDA PROFIT CORPORATION OR P.A.

A-ROCC TILE CREATIONS, INC.

EFFECTIVE DATE
1-1-04

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ARTICLES OF INCORPORATION
OF

A-ROCC TILE CREATIONS, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is **A-ROCC TILE CREATIONS, INC.**

ARTICLE II

The existence of the Corporation shall begin on January 1, 2004

EFFECTIVE DATE
1-1-04

ARTICLE III

The street address of the principal office of the Corporation is 149 Mineola Drive East, Largo, Florida 33770.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1,000, no par value, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 149 Mineola Drive East, Largo, Florida 33770. The initial registered agent for the Corporation at that address is Phillip Aric Schwarzkopf.

ARTICLE VI

The initial board of directors shall consist of 1 member. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Name
Address

Phillip Aric Schwarzkopf
149 Mineola Drive East
Largo, Florida 33770

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

Name

Address

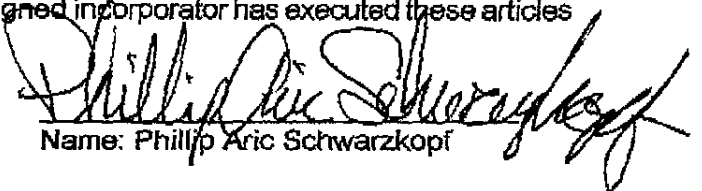
Phillip Aric Schwarzkopf

149 Mineola Drive East
Largo, FL 33770

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on December 18, 2003.


Name: Phillip Aric Schwarzkopf

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for A-ROCC TILE CREATIONS, INC., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Name: Phillip Aric Schwarzkopf

Date: December 18, 2003