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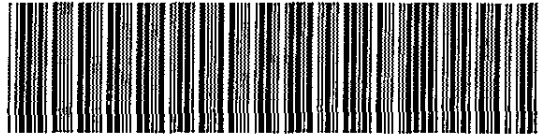
(Business Entity Name)

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03 DEC 23 AM 9:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

✓

g117

December 11, 2003

Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32301

Re: Billy's Floors, Inc.

Gentlemen:

Please find enclosed the original and one copy of the proposed Articles of Incorporation in the above matter, together with Designation of Resident Agent. Also enclosed is my check in the amount of \$78.75 for filing same.

If there is anything further you require, please do not hesitate to contact me.

Sincerely,

WILLIAM REDMOND
18506 Amber Lane
Lutz, FL 33549

WR/be
Enclosures - As indicated

ARTICLES OF INCORPORATION
OF
BILLY'S FLOORS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is Billy's Floors, Inc.

ARTICLE II

The corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III

The corporation may engage in any activities or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

The initial post office address of the principal office of this corporation in the State of Florida is 18506 Amber Lane, Lutz, FL. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE V

This corporation is authorized to issue five hundred (500) shares of One (\$1) Dollar par value common stock, which shall be designated as "Common Shares".

ARTICLE VI

The name and address of the registered agent is William Redmond, 18506 Amber Lane, Lutz, FL 33549.

ARTICLE VII

A Board of Directors of no less than one (1) nor more than ten (10) directors shall govern the corporation. The number of Directors herein provided for may be increased or decreased within these limits at any regular or special meeting of the Directors.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII

The name and street address of the first Board of Directors who shall hold office until their successors are elected and have qualified is William Redmond, 18506 Amber Lane, Lutz, FL 33549.

ARTICLE IX

The name and post office address of the President, Vice President, Secretary and Treasurer is William Redmond, 18506 Amber Lane, Lutz, FL 33549.

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors unless all Directors sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

The name and address of the incorporator signing these Articles is William Redmond, 18506 Amber Lane, Lutz, FL 33549.

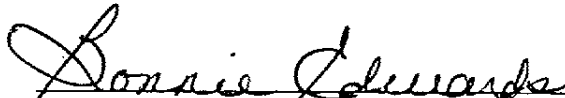
IN WITNESS WHEREOF I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 19th day of December, 2003.


WILLIAM REDMOND

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County above to take acknowledgements, personally appeared William Redmond, known to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 19th day of December, 2003.


NOTARY PUBLIC, State of Florida
My Commission Expires:



Bonnie Edwards
MY COMMISSION # DD228037 EXPIRES
July 6, 2007
BONDED THRU TROY FAIN INSURANCE, INC.

DESIGNATION OF RESIDENT AGENT

The initial Resident Agent of this corporation will be William Redmond, and said Resident Agent's address for service of process will be 18506 Amber Lane, Lutz, FL 33549.

I, William Redmond, do hereby accept appointment as Resident Agent for Billy's Floors, Inc.


WILLIAM REDMOND
Resident Agent

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03 DEC 23 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FL 32317