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FLORIDA PROFIT CORPORATION OR P.A.

MIKE SPELLS CARPETS, INC.

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**ARTICLES OF INCORPORATION
OF**

MIKE SPELLS CARPETS, INC.

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the Corporation is: **MIKE SPELLS CARPETS, INC.**

ARTICLE II

Initial Principal Office and Mailing Address

The Corporation's initial principal office and mailing address is: 4511 Cliffview Ct.
Tampa, FL 33610

ARTICLE III

Shares

The corporation shall have authority to issue 5000 common shares of stock with a par value of \$1.00 per share.

ARTICLE IV

Initial Registered Agent and Office

The Initial registered agent shall be MICHAEL SPELLS, whose office address is:
4511 Cliffview Ct., Tampa, FL 33610.

ARTICLE V

Incorporator

The Name and Address of in The Incorporator is:

Name

Address

MICHAEL SPELLS

4511 Cliffview Ct.
Tampa, FL 33610

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ARTICLE VI
Management of Corporation

The Corporation shall be managed by the Shareholders.

Dated JAN 12, 2004.

Michael Spells
Michael Spells, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the Corporation at the place designated as the Registered Office, I 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 duties and obligations of my position as registered Agent.

Dated JAN 12, 2004.

Michael Spells
Michael Spells, Registered Agent

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