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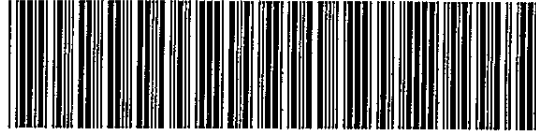
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SECRETARY OF STATE
TALLAHASSEE, FL 32301

Carpet on the Roof, Inc.

1540 County Road #315
Green Cove Springs, FL 32043

January 22, 2004

Secretary of State
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

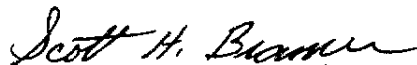
RE: Incorporation of Carpet on the Roof, Inc.

Dear Sir or Madam:

Enclosed are the completed Articles of Incorporation of Carpet on the Roof, Inc..In addition, I have enclosed a check for \$78.75 to cover the various fees.

If there are any questions, please contact me.

Sincerely yours,



Scott H. Bramer,
President

Enclosures

ARTICLES OF INCORPORATION OF *Carpet on the Roof, Inc.*

ARTICLE I. NAME

The name of the corporation is:

Carpet on the Roof, Inc.

Its business shall be conducted in the United States and its possessions and in all foreign countries, wherever necessary or convenient.

ARTICLE II. BUSINESS

The general nature of the business or businesses to be transacted, conducted and carried on by this corporation shall be to engage in any activity or business permitted under the laws of Florida.

ARTICLE III. CAPITAL STOCK

The authorized capital stock of this corporation shall be five hundred (500) shares of common stock, each share having a par value of \$1.00.

ARTICLE IV. TERM

The term for which this corporation is formed is and shall be perpetual or until dissolved according to law.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation in the State of Florida is:

1540 County Road #315
Green Cove Springs, FL 32043

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TALLAHASSEE, FLORIDA

The name of the initial registered agent of this corporation at that address is:

Scott H. Bramer

The principal office and the mailing address of this corporation is:

1540 County Road #315
Green Cove Springs, FL 32043

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

<i>NAME</i>	<i>STREET ADDRESS</i>
Scott H. Bramer	1540 County Road #315 Green Cove Springs, FL 32043

ARTICLE VII. INCORPORATORS

The name and address of the persons signing these Articles is:

<i>NAME</i>	<i>STREET ADDRESS</i>
Scott H. Bramer	1540 County Road #315 Green Cove Springs, FL 32043

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal of this **Thursday**, January 22, 2004.

Scott H. Bramer
Scott H. Bramer

(SEAL)

STATE OF FLORIDA)
 : ss
COUNTY OF DUVAL)

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Scott H. Bramer known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid.

Date: January 22, 2004

Landen R. Blair
Notary Public State of Florida

My Commission Expires:



Landen R. Blair
Commission #DD010537
Expires April 23, 2005
Bonded Through
Atlantic Bonding Co., Inc.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED.**

Pursuant to Chapter 607.034, Florida Statutes, the following is submitted, in compliance with said Act:

First--That **Carpet on the Roof, Inc.** desiring

to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 1540 County Road #315 , City of Green Cove Springs, County of Clay, State of Florida, has named Scott H. Bramer located at 1540 County Road #315 , City of Green Cove Springs, County of Clay, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By Scott H. Bramer
Scott H. Bramer, Registered Agent

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