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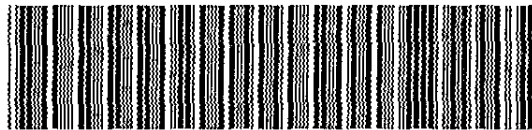
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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12/22/03--01037--006 **78.75

FILED
04 MAR 15 PM 2:17
RECEIVED
MAR 15 2004
MAR 15 2004

December 17, 2003

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: M.D. Flooring, ~~Inc.~~ of MELBOURNE, INC

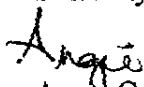
Enclosed for filing are the Articles of Incorporation for the above corporation

With the accompanying check in the amount of \$78.75 for filing fees. Please return the

The filing copy to the registered agent Mike Donahue, at 3427 Lawn Brook Ct.,

Melbourne, FL 32934.

Sincerely,


Angie Gasior
Accountant



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 5, 2004

MIKE DONAHUE
3427 LAWN BROOK CT
MELBOURNE, FL 32934

SUBJECT: M.D. FLOORING, INC.
Ref. Number: W04000000314

We have received your document for M.D. FLOORING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

An effective date may be added to the Articles of Incorporation **if a 2004 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filings Section

Letter Number: 404A00000388

Articles of Incorporation
of
M.D. FLOORING OF MELBOURNE FL., INC.

FILED
04 APR 15 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. **Name.**

The name of the Corporation is M.D. FLOORING OF MELBOURNE FL., INC.

2. **Principal Office and Registered Agent.**

Its registered office in the State of FLORIDA is 3427 LAWN BROOK CT., in the City of MELBOURNE, , County of BREVARD. The name of its registered agent at such address is MICHAEL P. DONAHUE .

3. **Purposes.**

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of FLORIDA .

4. **Capital Stock.**

The total number of shares of capital stock that the Corporation shall have authority to issue is **500** FIVE HUNDRED SHARES, all of which are to be common stock with **\$1.00** ONE DOLLAR.

5. **Incorporator**

The name and mailing address of the incorporator is: MICHAEL P. DONAHUE , 3427 LAWN BROOK CT.
MELBOURNE, FL 32934 .

6. **Existence.**

The Corporation is to have perpetual existence.

7. **Liability of Stockholders.**

The private property of the stockholders shall not be subject to the payment of corporate debts.

8. **Management.**

Subject to the provisions of the laws of the State of FLORIDA , the following provisions are adopted for the management of the business and for the conduct of the affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, the directors and the stockholders:

- (a) The books of the Corporation may be kept outside of the State of FLORIDA at such place or places as may from time to time be designated by the Board of Directors.
- (b) The business of the Corporation shall be managed by its Board of Directors; and the Board of Directors shall have power to exercise all the powers of the Corporation, including

(but without limiting the generality hereof) the power to create mortgages upon the whole or any part of the property of the Corporation, real or personal, without any action of or by the stockholders, except as otherwise provided by statute or by the Bylaws.

(c) An increase in the number of directors shall be deemed to create a vacancy or vacancies in the Board of Directors, to be filled in the manner provided in the Bylaws. Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.

(d) The Board of Directors shall have power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any bylaws adopted by them from time to time.

(e) The Board of Directors shall have the power, in its discretion, to fix, determine and vary, from time to time, the amount to be retained as surplus and the amount or amounts to be set apart out of any of the funds of the Corporation available for dividends as working capital or a reserve or reserves for any proper purpose, and to abolish any such reserve in the manner in which it was created.

(f) The Board of Directors shall have the power, in its discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the Corporation, or any of them, other than the stock ledger, shall be open to the inspection of stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders.

(g) Upon any sale, exchange or other disposal of the property and/or assets of the Corporation, payment therefor may be made either to the Corporation or directly to the stockholders in proportion to their interests, upon the surrender of their respective stock certificates, or otherwise, as the Board of Directors may determine.

(h) In case the Corporation shall enter into any contract or transact any business with one or more of its directors, or with any firm of which any director is a member, or with any corporation or association of which any director is a stockholder, director or officer, such contract or transaction shall not be invalidated or in any way affected by the fact that such director has or may have an interest therein which is or might be adverse to the interests of the Corporation, even though the vote of such director might have been necessary to obligate the Corporation upon such contract or transaction; provided, that the fact of such interest shall have been disclosed to the other directors or the stockholders of the Corporation, as the case may be, acting upon or with reference to such contract or transaction.

(i) The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute; and all rights herein conferred are granted subject to this reservation.

I, THE UNDERSIGNED, the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of FLORIDA, do make this Articles of Incorporation, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this ____ day of _____, ____.

verbally state: " This document that I am about to sign as my free and voluntary act is my Last Will and Testament" , or words of similar effect. The Testator should also initial at the bottom of each page of the Will. The witnesses need not read the Will nor know its terms. Each witness must sign in the presence of the Testator and the other witnesses. The witnesses should be satisfied that the Testator is an adult of sound mind and that the Testator's signing is done willingly as his or her free and voluntary act. The witnesses may also initial or sign the bottom of each page, though this step is not required.

9. If the Testator is physically unable to sign the Will, another person may be able to sign on behalf of the Testator. That person must sign in the Testator's presence and at the express direction of the Testator. However, this Will form does not include the appropriate language for someone to sign on the Testator's behalf. For assistance with signing in this fashion, consult a lawyer.

10. The date should be filled in, preferably by hand, wherever requested. Use the actual date on which the signing occurs. The number of total pages in the Will should be indicated, including the page(s) on which the witness signature lines appear.

11. The original of the Will should be kept in a secure location (a bank safe deposit box, safe or lawyer's office). A copy could be kept in the Testator's home files. The Testator may wish to provide a copy to his or her lawyer, or possibly to the person named as Personal Representative.

12. A will is effective to transfer an estate only if, after the Testator's death, it is filed with the probate court. Wherever it is kept, the original must be stored where family or friends can retrieve it conveniently upon the Testator's death. Only an original will can be submitted for probate. Copies are rarely accepted. Consult an attorney who is familiar with the local probate laws and procedures when it is time to file the Will with the court.

13. If it becomes necessary to change the Will, do not modify it by adding, deleting, or modifying words on the face of the Will. Instead the original and all copies should be destroyed and an entirely new Will signed. New wills are commonly necessary when the Testator's marital status changes, if the Testator has a child or if a named beneficiary dies.

14. State laws guarantee to a spouse a minimum share of an estate when a husband or wife dies. While the rules are different for children, you should also be careful if you intend to disinherit a child or children. Before disinheriting a spouse or children, consult an attorney. If any part of the Will calls for distribution in percentages, make sure that the total of all of the beneficiary's percentages equals 100%. Check the totals before signing the Will.

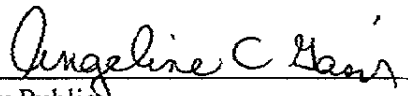
15. State and federal estate planning laws may vary over time. Any will should be reviewed by a lawyer before it is signed. Anyone moving from one state to another should have his or her current will checked by a lawyer in the new state to assure that it meets local requirements.


MICHAEL P. DONAHUE
Incorporator/Registered Agent

State of FLORIDA)
) ss
County of BREVARD)

BE IT REMEMBERED that on this 8th DAY Mar personally came before me, a Notary Public for the State of FLORIDA, MICHAEL P. DONAHUE, to me personally known to be the same person who executed the foregoing Articles of Incorporation, and acknowledged that said person signed as the person's free act and deed the foregoing document and declared that the statements therein contained are true to the person's best knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.


Notary Public

My commission expires:



Angeline C. Gasior
MY COMMISSION # DD237220 EXPIRES
July 31, 2007
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
04 MAR 15 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACTION BY INCORPORATOR

The undersigned, MICHAEL P. DONAHUE , being the sole incorporator of M.D. FLOORING OF MELBOURNE FL., INC. (the "Corporation"), in accordance with governing law, does hereby take the following action:

The undersigned hereby elects the following persons to be directors of the corporation, to serve until the first annual meeting of stockholders or until their successors are elected and qualified: MICHAEL P. DONAHUE .

The undersigned hereby waives all right, title and interest in and to any stock or property of the Corporation and any right in the management thereof arising out of or connected with performing duties as incorporator.

Dated: DECEMBER 17,2003



MICHAEL P. DONAHUE