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CT CORPORATION

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**FLORIDA PROFIT CORPORATION OR P.A.**

**North American Laminate Supply, Inc.**

Certificate of Status	0
Certified Copy	1
Page Count	05
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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
OF  
NORTH AMERICAN LAMINATE SUPPLY, INC.**

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

- Article I**    *Name:*            The name of the corporation shall be North American  
Laminate Supply, Inc.
- Article II**    *Principal Office:*    The principal place of business is 6312  
Marbello Blvd., Apollo, FL 33572
- Article III**    *Purpose:*                The purpose for which the corporation is  
organized is to engage in the sale of  
underflooring and the corporation may engage  
in any other lawful business or activity.
- Article IV**    *Shares:*                The number of shares of stock is 100,000  
shares of common stock, ten (\$0.10) cents par  
value per share.

**ARTICLE V** *Initial Officers and Directors:*

Dulcilinda Elderkin            Title: Director, President  
6312 Marbello Blvd.  
Apollo, FL 33572

Robin Johnson                Title: Director, Vice-President  
6632 State Road 84  
Davie, FL 33324

Lisa Johnson                Title: Director  
6632 State Road 84  
Davie, FL 33324

Donna Baker                Title: Director, Secretary  
15555 Barnes Road  
New Windsor, MD 21776

Karen Krueger                Title: Director, Treasurer  
14924 Chelsea Circle  
Mt. Airy, MD 21771

**ARTICLE VI** *Registered Agent and  
Registered Office*

Dulcilinda Elderkin  
6312 Marbello Blvd.

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**ARTICLE VII Incorporator:**

Karen Krueger

14924 Chelsea Circle

Mt. Airy, Maryland 21771

**ARTICLE VIII**

No contract or other transaction between the Corporation and any other corporation shall be affected by the fact that any director of the Corporation is interested in, or is a director or officer of, such other corporation, and any director, individually or jointly, may be a party to, or may be interested in, any contract or transaction of the Corporation or in which the Corporation is interested; and no contract or other transaction of the Corporation with any person, firm, or corporation shall be affected by the fact that any director of the Corporation is in any way connected with such person, firm, or corporation, and every person who may become a director of the Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of such director or officer or any firm, association, or corporation in which such director or officer may be interested, except as such exculpation from liability is specifically prohibited, limited or qualified by the provisions of Florida law as the same may be amended from time to time, or by any corresponding provisions of Florida statutes.

**ARTICLE IX**

No director or officer or former director or officer of the Corporation, or any person who may have served at the request of the Corporation as a director or officer of another corporation in which the Corporation owns shares of capital stock or of which it is a creditor, including in each case their respective executors and administrators, shall be liable to the Corporation or its stockholders for money damages, including any expenses incurred in proceedings in connection with defense of a claim for damages, arising from any acts, events or omissions by reason of service in the director's or officer's official capacity, except as such exculpation from liability is specifically prohibited, limited or qualified by the provisions of Florida law. Notwithstanding any future amendment of this Article IX by the Corporation, the provisions of this Article IX shall apply with respect to any act, event or omission occurring prior to the effective date of such amendment.

**ARTICLE X**

Each director and officer or former director or officer of the

Corporation, or any person who may have served at the request of the Corporation as a director or officer of another corporation in which the Corporation owns shares of capital stock or of which it is a creditor, including in each case their respective executors and administrators, shall be indemnified by the Corporation against liabilities, fines, penalties and claims imposed upon or asserted against such person (including amounts paid in settlement) by reason of having been such a director or officer, whether or not then continuing so to be, and against all expenses (including counsel fees) reasonably incurred by such person in connection therewith. Such person may receive advances from the Corporation to defray reasonable expenses (including counsel fees) reasonably incurred by such person as a party to a proceeding which involves any prospect of such person being held responsible for liabilities, fines, penalties and claims imposed upon or asserted against such person by reason of having been such a director or officer. Unless otherwise determined by the Board of Directors, such person shall be paid or reimbursed by the Corporation in advance of the final disposition of the proceeding upon receipt by the Corporation of (i) a written affirmation by the director or officer of such person's good faith belief that the standard of conduct necessary for indemnification by the Corporation hereunder has been met; and (ii) a written undertaking by or on behalf of the director or officer to repay the amount advanced if it shall ultimately be determined that the standard of conduct has not been met. Although advances may be made pursuant to the foregoing, indemnification by the Corporation shall not be made unless authorized by the Board of Directors for a specific proceeding after a determination has been made that indemnification of the director or officer is permissible in the circumstances because such person has met the standard of conduct necessary for indemnification hereunder. In no event shall the Corporation indemnify any Director or Officer if, based upon the facts and circumstances reasonably known by the Directors or made known to them, a majority of the Board of Directors concludes that it is more reasonable than not for the conduct of such Director or Officer to be described as one of the following:

- (a) The act or omission of the director or officer was material to the matter giving rise to the proceeding, and either was committed in bad faith or was the result of active and

deliberate dishonesty; or

- (b) The director or officer actually received an improper personal benefit or profit in money, property or services; or
- (c) In the case of any criminal proceeding, the director or officer had reasonable cause to believe that the act or omission was unlawful.

The right of Indemnification hereby provided shall be in addition to any other rights to which any such director or officer may be entitled.

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

*Daniel A. Parker*

Registered Agent

*Jan. H. Hesse*

Incorporator

4/14/04

Date

4/14/04

Date

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