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FLORIDA PROFIT CORPORATION OR P.A.

Smart Carpet Inc.

Certificate of Status	1
Certified Copy	0
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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Smart Carpet Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Smart Carpet Inc.

**2200 Gladys Street, Apartment 1305
Largo, FL 33774**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,500 Shares at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Richard Horsch
2200 Gladys Street, Apartment 1305
Largo, FL 33774**

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Prepared By:

**Bruce B. Hubbard
77 East John St.
Hicksville, New York 11801
1-516-935-3940**

ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S)

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

Richard Horsch - 2200 Gladys Street, Apartment 1305, Largo, FL 33774 - President
Edward Batzle - 2200 Gladys Street, Apartment 1305, Largo, FL 33774 - Vice President

ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Richard Horsch - 2200 Gladys Street, Apartment 1305, Largo, FL 33774
Edward Batzle - 2200 Gladys Street, Apartment 1305, Largo, FL 33774

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

11th day of May 2004.



Richard Horsch - Signature



Edward Batzle - Signature

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE
REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Smart Carpet Inc.

2. The name and address of the registered agent and office is:

Richard Horsch

Name

2200 Gladys Street, Apartment 1305

(P.O. Box or Mail Drop Box NOT Acceptable)

Largo, FL 33774

(City / State / Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Rich Horsch

Richard Horsch
SIGNATURE

May 11, 2004

(Date)

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