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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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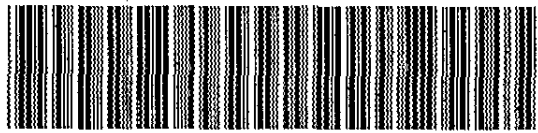
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-9-04
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MARK W. LORD
Attorney at Law

P.O. Box 1643, 34230
46 N. Washington Blvd., Suite 16
Sarasota, FL 34236
941-365-4995

August 3rd, 2004

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

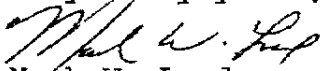
RE: MICHAEL E. HAY, INC.

Ladies and Gentlemen:

Please register the referenced entity as a corporation for profit under Florida law. The required charter fee is enclosed.

Thanks again for your cooperation.

Very truly yours,


Mark W. Lord

enc. (2)

ARTICLES OF INCORPORATION

OF

MICHAEL E. HAY, INC.

I, MICHAEL E. HAY, INC., do hereby incorporate myself for the purpose of becoming a corporation for profit under Florida law.

ARTICLE I

The name of the corporation is: MICHAEL E. HAY, INC..

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

This corporation is organized to acquire and install all types of residential and commercial carpeting. The corporation may also conduct other related economic enterprises not prohibited by law, including but not necessarily limited to, carpeting sales.

ARTICLE IV

The aggregate number of shares of stock which this corporation may issue is One Million (1,000,000), all of which shall be common shares with a par value of One Dollar (\$1.00) per share. Each shareholder has full preemptive rights to purchase shares held or owned by other shareholders of the corporation. Each shareholder of any class of stock of this corporation is also entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation at the price at which such shares are offered to others.

Each shareholder of any class of stock of this corporation has full preemptive rights to purchase any corporate securities

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TALLAHASSEE, FLORIDA

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carrying rights of subscription to, and/or acquisition of, any unissued or treasury stock.

ARTICLE V

The business affairs of the corporation shall be managed by the shareholders.

ARTICLE VI

The registered office of the corporation is: 6367 Gateway Avenue, Sarasota, Florida 34231. The name of the registered agent is: MICHAEL E. HAY.

ARTICLE VII

The business office of the corporation is: 6367 Gateway Avenue, Sarasota, Florida 34231.

ARTICLE VIII

The corporation's legal existence will begin on the first day it is legally qualified to transact business in Florida.

ARTICLE IX

The corporation may indemnify any officer, agent, or other representative, when reasonable, to the fullest extent permitted by law.

ARTICLE X

The name and address of the incorporator is:

Michael E. Hay
6367 Gateway Avenue
Sarasota, Florida 34231

I HAVE SUBSCRIBED my name to these Articles of Incorporation

3.

for the purposes expressed herein, this ____ of August, 2004.


MICHAEL E. HAY

MICHAEL E. HAY, INC., establishing its registered office at: 6367 Gateway Avenue, Sarasota, Florida 34231, has named MICHAEL E. HAY, 6367 Gateway Avenue, Sarasota, Florida 34231, to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the aforementioned corporation at the location designated in these Articles of Incorporation, I hereby agree to act as registered agent and to comply with Florida law.


MICHAEL E. HAY