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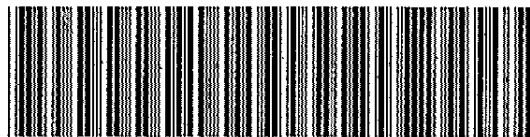
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FILED

2005 MAR 17 A 9:07

STATE OF TEXAS
COUNTY OF DALLAS

5284-
3-22-05
10/1

TRANSMITTAL LETTER

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

SUBJECT: JP's Custom Tile Service, Inc
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: PETERS ACCOUNTING, INC.
Name (Printed or typed)

P.O. BOX 2080

Address

LADY LAKE, FL 32158-2080

City, State & Zip

(352) 259-6567

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 22, 2005

PETERS ACCOUNTING, INC.
P. O. BOX 2080
LADY LAKE, FL 32158-2080

SUBJECT: JP'S CUSTOM TILE SERVICE, INC.
Ref. Number: W05000009188

We have received your document for JP'S CUSTOM TILE SERVICE, 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 effective date is not acceptable since it is not within five working days of the date of receipt.

*changed to
3/20/05*

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) 245-6995.

Wanda Cunningham
Document Specialist
New Filings Section

Letter Number: 505A00012462

FILED
2005 MAR 17 A 9 07
SECRETARY OF STATE
TALLAHASSEE, FL 32399

ARTICLES OF INCORPORATION
OF
JP's CUSTOM TILE SERVICE, INC.

The undersigned incorporators hereby associate themselves together to form a corporation under Chapter 607, Florida Statutes.

ARTICLE I

NAME

The name of the corporation is JP's CUSTOM TILE SERVICE, INC. and the address of the corporation is, 138 FISHER WAY LOOP, OCKLAWAHA, FL 32183 and the mailing address is, P.O. Box 338, OCKLAWAHA, FL 32179-0338.

ARTICLE II

GENERAL PURPOSE

The general purpose or purposes for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have the authority to issue is 60,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall begin its existence on the 20th of March, 2005. These Articles of Incorporation, filed with the Secretary of State of the State of Florida, shall exist perpetually.

ARTICLE V

ADDRESS OF INITIAL REGISTERED OFFICE AND

NAME OF INITIAL REGISTERED AGENT

The initial registered office of this corporation and the name of its initial registered agent at such address are:

JAMES Q. PROUT

138 FISHER WAY LOOP, OCKLAWAHA, FL 32179

MAILING ADDRESS: P.O. Box 338, OCKLAWAHA, FL 32833-0338

ARTICLE VI

DIRECTORS

The initial Board of Directors shall consist of four (4) members. A member of the Board of Directors need not be a resident of the State of Florida or a shareholder of the corporation.

The names and addresses of the persons who shall serve as Directors until the first annual meeting of shareholders, or until their successors have been elected and qualified are as follows:

NAME JAMES Q. PROUT

ADDRESS 138 Fisher Way Loop, Ocklawaha, FL 32179

NAME LORI PICKETT

ADDRESS 138 Fisher Way Loop, Ocklawaha, FL 32179

NAME CHRIS TODD

ADDRESS 16230 SE 156 Place Rd., Weirsdale, FL 32195

NAME RUSSELL HINTON

ADDRESS P.O. Box 852, Weirsdale, FL 32195-0852

ARTICLE VII

OFFICERS

The name and post office address of each of the officers of the corporation are:

PRESIDENT/TREASURER	JAMES Q. PROUT P.O. Box 338, Ocklawaha, FL 32183-0338
VICE PRESIDENT/ SECRETARY	LORI PICKET P.O. Box 338, Ocklawaha, FL 32183-0338
VICE PRESIDENT	CHRIS TODD 16230 SE 165 Place Rd., Weirsdale, FL 32195
VICE PRESIDENT	RUSSELL HINTON P.O. Box 852, Weirsdale, FL 32195-0852

ARTICLE VIII

INCORPORATORS

The name and address of each of the incorporators and the number of shares of stock which each shall take are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
JAMES Q. PROUT	P.O. Box 338, Ocklawaha, FL 321 83-0338	70
LORI PICKETT	P.O. Box 338, Ocklawaha, FL 321 83-0338	10
CHRIS TODD	16230 SE 156 Place Rd., Weirsdale, FL 32195	10
RUSSELL HINTON	P.O. Box 852, Weirsdale, FL 32195-0852	10

ARTICLE IX

RESTRICTION ON TRANSFER

The transfer of any share of stock of this corporation shall be restricted and each stock certificate shall bear the notice of restriction in a conspicuous place.

The restriction shall read as follows:

"The shares of stock evidenced by this certificate may not be transferred, pledged, assigned, or encumbered except in accordance with the terms of the Buy-Sell Agreement,
a copy of which is on deposit and maintained in the corporate book."

ARTICLE X

AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XI

BYLAWS

The power to adopt, amend or repeal the Bylaws shall be reserved to the Shareholders of this corporation.

ARTICLE XII

INDEMNIFICATION

The corporation shall indemnify each officer and director, including former officers and directors, to the full extent permitted by law.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 17th day of January, 2005.


JAMES Q. PROUT


LORI PICKETT


CHRIS TODD


RUSSELL HINTON

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above corporation at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


JAMES Q. PROUT
REGISTERED AGENT