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TALLAHASSEE, FLORIDA

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Aug 04 2005

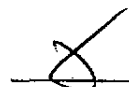
TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL. 32314

SUBJECT : CABALLERO'S BEST TILE, CORP.

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE
ARTICLES OF INCORPORATION AND A CHECK FOR :

_____ \$ 70

 _____ \$ 78.50

_____ \$ 122.50

FROM :

CABALLERO'S BEST TILE CORP.
4760 WALDEN CIR. # 523
ORLANDO, FL. 32811

ARTICLES OF INCORPORATION
OF
CABALLERO'S BEST TILE CORP.

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT. HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I - NAME

THE NAME OF THE CORPORATION SHALL BE

CABALLERO'S BEST TILE, CORP

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

4760 WALDEN CIR. # 523
ORLANDO, FL. 32811

ARTICLE III - CAPITAL STOCK

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

ONE THOUSAND (1,000), NO PAR VALUE.

INCORPORATOS	SHARES
ENRIQUE CABALLERO	400
JUAN CABALLERO	200
DAVID DE JESUS SEGUNDO	200
FERMIN AVILES DE PAZ	200

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ARTICLE IV - PURPOSE

THE SPECIFIC PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED IS:
TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH CORPORATIONS MAY BE FORMED UNDER THE FLORIDA BUSINESS CORPORATION ACT.

THE CORPORATION SHALL HAVE ALL THE POWERS ENUMERATED IN SECTION 607 OF THE FLORIDA BUSINESS CORPORATION ACT, SUBJECT OT ANY LIMITATIONS PROVIDED IN THE FLORIDA BUSINESS CORPORATION ACT OR ANY OTHER STATUTE IN THE STATE OF FLORIDA.

ARTICLE V - MANNER OF ELECTION OF DIRECTORS

THE MANNER IN WHICH THE DIRECTORS ARE ELECTED OR APPOINTED IS AS FOLLOWS:
DIRECTORS WILL BE ELECTED OR APPOINTED AS PROVIDED FOR BY THE CORPORATIONS
BY LAWS.

ARTICLE VI - LIMITATION OF CORPORATE POWERS

THE CORPORATE POWERS OF THIS CORPORATION ARE AS PROVIDED IN SECTION 607,0202.
FLORIDA STATUTES.

ARTICLE VII - INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND THE STREET ADDRESS OF THE INITIAL REGISTERED AGENT IS:

ENRIQUE CABALLERO
4760 WALDEN CIR. # 523
ORLANDO, FL. 32811

ARTICLE VIII - INCORPORATOR

THE NAMES AND STREET ADDRESS OF THE INCORPORATORS FOR THESE ARTICLES OF
INCORPORATION ARE :

ENRIQUE CABALLERO (PRESIDENT), JUAN CABALLERO (V-PRESIDENT), DAVID DE
JESUS SEGUNDO, FERMIN AVILES DE PAZ

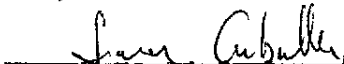
4760 WALDEN CIR. # 523, ORLANDO, FL. 32811

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF
INCORPORATION THIS 21st DAY OF AUGUST, 2005.

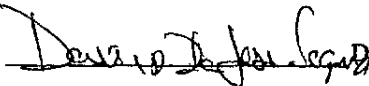
SIGNATURES OF INCORPORATORS



ENRIQUE CABALLERO



JUAN CANBALLERO



DAVID DE JESUS SEGUNDO



FERMIN AVILES DE PAZ

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

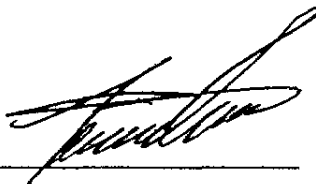
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0505, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1.- THE NAME OF THE CORPORATION IS : **CABALLERO'S BEST TILE, CORP.**
- 2.- THE NAME AN ADDRESS OF THE REGISTERED AGENT AND OFFICE IS :

**ENRIQUE CABALLERO
4760 WALDEN CIR. # 523
ORLANDO, FL. 32811**

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 STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____



DATE _____

07-22-05