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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 SEP 21 AM 11:56

ARTICLES OF INCORPORATION FOR

**CELSO'S CARPET, INC**

The undersigned incorporators adopt the following articles of incorporation for the above referenced Corporation:

ARTICLE I

The name of the corporation is "CELSO'S CARPET, INC"

ARTICLE II

PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is: 4304 NW 9<sup>th</sup> Ave - Apt. # 12A Box 05 - Pompano Beach - Florida - 33064-1740. The name of the initial registered agent of the corporation, located at that office, is: Maricelso Ferreira.

ARTICLE III

DURATION

The period of the corporation's duration shall be perpetual, or until dissolved on a vote of the shareholders as provided in these articles.

ARTICLE IV

CARPET INSTALATION

ARTICLE V

CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 100 shares. These shares shall be of a single class of common stock and have beginning value of \$ 100.00 per share.

ARTICLE VI

CAPITALIZATION

The amount of capital with which the corporation will begin to operate is not less than \$100.00.

ARTICLE VII

CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on corporations by the laws of the State of Florida, including, but not limited to, the following: buy and sell stock, property, etc.

ARTICLE VIII

INCORPORATORS

The name and street address of each person signing these articles of incorporation as an incorporator is: Maricelso Ferreira

4304 NW 9<sup>th</sup> Ave Apt # 12A Box 05  
Pompano Beach - Florida - 33064-1740

ARTICLE IX

DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one, and the names and addresses of the initial directors is:

Maricelso Ferreira.  
4304 NW 9<sup>th</sup> Ave Apt #12A Box 05  
Pompano Beach - Florida - 33064-1740

The initial directors shall hold office until their successors are elected and qualified as provided in the bylaws. The number of directors set forth in these articles of incorporation and constituting the initial board of directors shall be the authorized number of directors until that number is changed by a bylaw duly adopted by the shareholders.

#### ARTICLE X

#### BY LAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than 10 days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by affirmative vote, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

#### ARTICLE XI

#### DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

The undersigned incorporators of this corporation have executed these articles of incorporation at:  
4304 NW 9<sup>th</sup> Ave Apt #12A Box 05  
Pompano Beach - Florida - 33064-1740

#### CERTIFICATE OF DESIGNATION

#### REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned for Profit 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: "CELSON'S CARPET, INC"
2. The name and address of the registered agent and office is:  
Maricelso Ferreira.  
4304 NW 9<sup>th</sup> Ave Apt #12A Box 05

Pompano Beach – Florida – 33064-1740

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Dated 2005.

AGENT'S ACCEPTANCE OF APPOINTMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I 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, and I accept the duties and obligations of Section 617.0501, Florida Statutes.

Dated September 2005

*Marcelso Ferreira*

*Marcelso Ferreira. – Registered Agent  
Incorporator*