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DIVISION OF CORPORATION  
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G. MCLEOD

MAR 10 2008

EXAMINER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Precision Floor Covering Installations, Inc  
(Name of Resulting Florida Profit Corporation)

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

David Dell

(Contact Person)

Precision Floor Covering Installations, Inc.

(Firm/Company)

9123 Big Star Avenue

(Address)

Englewood, FL 34224

(City, State and Zip Code)

For further information concerning this matter, please call:

David Dell

(Name of Contact Person)

at (

941)

855-0161

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$105.00 Filing Fees

☐ \$113.75 Filing Fees  
and Certificate of  
Status

☐ \$113.75 Filing Fees  
and Certified Copy

☐ \$122.50 Filing Fees,  
Certified Copy, and  
Certificate of Status

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**Certificate of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Profit Corporation**

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Precision Floor Covering Installations, LLC

(Enter Name of Other Business Entity)

LOT-98370

2. The "Other Business Entity" is a Limited liability company  
(Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida  
(Enter state, or if a non-U.S. entity, the name of the country)

on September 26, 2007  
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**

Precision Floor Covering Installations, Inc.

(Enter Name of Florida Profit Corporation)

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5. If not effective on the date of filing, enter the effective date:\_\_\_\_\_  
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Signed this 5 day of MARCH, 2008.

Signature:   
(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: DAVID D. DELL Title: PRESIDENT

**Fees:**

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

**ARTICLES OF INCORPORATION**  
**OF**  
**PRECISION FLOOR COVERING INSTALLATIONS, INC.**

I, the undersigned, being of full age, do hereby subscribe for the purposes of forming and organizing a corporation for profit under the Corporation Laws of the State of Florida, and hereby adopt and declare the following Articles of Incorporation covering the existence and organization of this corporation:

**ARTICLE I**

The name of the corporation shall be Precision Floor Covering Installations, Inc.

**ARTICLE II**

This corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

**ARTICLE III**

The maximum number of shares of stock authorized to be issued by this corporation shall be limited to one thousand (1,000) shares of common stock of the par value of \$1.00 per share, and each share of common stock shall entitle the holder thereof to one vote at any stockholders' meeting and said common stock shall otherwise fully participate in all stockholders' meetings and in the assets of the corporation, and shall be fully paid and non-assessable. Said shares shall be paid for in lawful money of the United States of America or in property, labor or services at a just valuation to be fixed by the corporation or its Board of Directors.

Subject to the provisions of the Corporation Laws of the State of Florida, the directors may enter into contracts with the holders of the common stock of the corporation for the purchase of any

number of shares of such common stock held by such stockholders on such terms and conditions as may be agreed upon, provided that no such purchase or redemption of such common stock shall be made in any manner that will reduce the aggregate amount of the assets of the corporation, at a fair and just valuation, below an amount sufficient to equal the value of all remaining outstanding stock of the corporation plus all other liabilities of the corporation, and provided further that no such purchase of shares shall operate as a reduction of the number of shares which this corporation is authorized to have outstanding, and that all shares of stock so purchased shall be held in the treasury of the corporation subject to reissue for a sufficient consideration on the order of the Board of Directors.

#### ARTICLE IV

This corporation shall commence corporate existence on the date of this filing of these Articles with the Department of State and thereafter have perpetual existence, unless sooner dissolved by law.

#### ARTICLE V

The street address and mailing address of the principal office of the corporation is 9123 Big Star Avenue, Englewood, Florida 34224. The name of the initial registered agent is David D. Dell and the street address of the initial registered office of the corporation is 9123 Big Star Avenue, Englewood, Florida 34224.

#### ARTICLE VI

This corporation shall have 2 directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws. The name and address of the initial directors of this corporation are:

David D. Dell - 9123 Big Star Avenue, Englewood, FL 34224

Reinaldo Morales, 12088 Pandowdy Ave., Port Charlotte, FL 33981


ARTICLE VII

The name and post office address of the incorporator signing these articles are: David D. Dell, 9123 Big Star Avenue, Englewood, FL 34224.

ARTICLE VIII

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than seventy-five persons. Stock shall be issued and transferable only to natural persons who are not nonresident aliens.

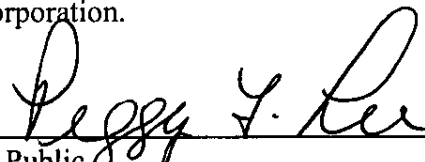
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 5 day of March, 2008.

  
David D. Dell

STATE OF FLORIDA

COUNTY OF CHARLOTTE

The foregoing instrument was subscribed before me this 5<sup>th</sup> day of March, 2008, by David D. Dell, the initial subscriber of the above-named corporation.

  
Notary Public

Personally known ☒ OR Produced Identification \_\_\_\_\_  
Type of identification Produced \_\_\_\_\_




Peggy F. Lee  
MY COMMISSION # DD378662 EXPIRES  
February 16, 2009  
BONDED THRU TROY FAIN INSURANCE, INC.

To: The Department of State  
Tallahassee, Florida 32314

CERTIFICATE DESIGNATING REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, 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, and I am familiar with and accept the duties and obligations of the position of registered agent.

Dated: 3-5-, 2008.

  
\_\_\_\_\_  
David D. Dell, Registered Agent