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(Requestor's Name)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

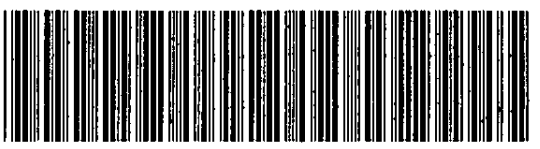
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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07/21/08--01018--009 **78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 JUL 21 AM 9:30

EP 7/22/08

July 16, 2008

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

SUBJECT: Rugs of the World Brandon, Inc., filing of Articles of Incorporation.

To Whom It May Concern:

Enclosed are an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$78.75 is enclosed which represents the following:

Filing Fee	\$35.00
Designation of Registered Agent	\$35.00
Certified Copy	<u>\$ 8.75</u>
Total	\$78.75

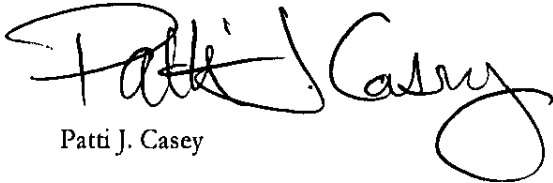
Please file the original copy of the enclosed Articles of Incorporation and return a certified copy to the undersigned at the following address:

Patti J. Casey
Rugs of the World
8725 N. Dale Mabry Hwy.
Tampa, Florida 33614
813.758.7788

PLEASE NOTE THAT THE EFFECTIVE DATE OF THIS CORPORATION IS 1 AUGUST, 2008.

Thank you for your consideration.

Sincerely,



Patti J. Casey

enclosure

**ARTICLES OF INCORPORATION
OF
RUGS OF THE WORLD BRANDON, INC.**

The undersigned, being a natural person, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida General Corporation Act.

ARTICLE I. NAME

The name of the corporation (hereinafter called "the corporation") is: RUGS OF THE WORLD BRANDON, INC.

ARTICLE II. EFFECTIVE DATE

The effective date of the corporation is August 1, 2008.

ARTICLE III. DURATION

The duration of the corporation shall be perpetual.

ARTICLE IV. PURPOSE

The general purposes for which the corporation is initially organized, which shall continue to be the purposes of the corporation until and if the same shall be amended pursuant to the provisions of the Florida General Corporation Act, are to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE V. SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having no par value per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed or for which there are written promises to perform in the future for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation in the State of Florida is 8725 N. Dale Mabry Highway, City of Tampa 33614, County of Hillsborough, State of Florida; and the name of the initial registered agent of the corporation at such mailing address is Patti J. Casey.

ARTICLE VII. PRINCIPAL PLACE OF BUSINESS

The street address of the initial principal place of business of the corporation in the State of Florida is 2090 Badlands Drive, City of Brandon 33511, County of Hillsborough.

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EFFECTIVE DATE 8/1/08

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but the number of directors shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Patti J. Casey	2090 Badlands Drive, Brandon, Florida 33511

IX. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Patti J. Casey	8725 N. Dale Mabry Highway, Tampa, Florida 33614

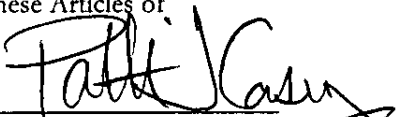
X. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

XI. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this the 16th day of July, 2008.



 Patti J. Casey

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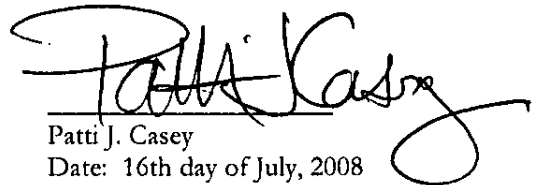
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAME OF AGENT UPON WHOM
PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Rugs of the World Brandon, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at County of Hillsborough, State of Florida, has named Patti J. Casey, located at 8725 N. Dale Mabry Highway, Tampa 33614, County of Hillsborough, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida General Corporations Act relative to keeping open the registered office.


Patti J. Casey
Date: 16th day of July, 2008

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