

LAW OFFICES
CARPENTER & BROWN, P.A.

ROGER L. BROWN
REAL PROPERTY LAW
CORPORATION AND BUSINESS LAW
TRIAL PRACTICE GENERAL

DANIEL E. CARPENTER
WILLS AND ESTATE PLANNING
ESTATE LITIGATION
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BAAR BUILDING - SUITE 400
701 EAST COMMERCIAL BOULEVARD
PORT LAUDERDALE, FLORIDA 33054
TELEPHONE (305) 771-1850
FAX (305) 401-3680

P95000025685

May 3, 1995

Florida Department of State
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-05/05/95--01122--002
*****35.00 *****35.00

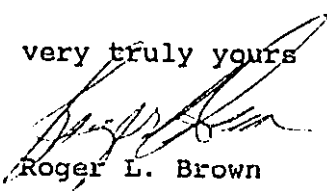
re: Melilli Tile & Stone, Inc.

To whom it may concern:

Enclosed please find a Statement of Change of Registered Office and Registered Agent in the above referenced corporation. Also enclosed is the Thirty Five Dollar filing fee.

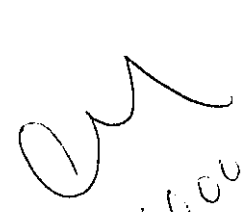
Please file and return a new certificate of Registered Office and Agent in the enclosed envelope.

very truly yours


Roger L. Brown

RLB/jlm
enclosures

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95 MAY -5 AM 10:32
TALLAHASSEE, FLORIDA


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Charter No. 95000025685

Date Filed March 28, 1995

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: MELILLI TILE & STONE, INC.

2. The name and address of its present registered agent is:

ROGER L. BROWN
701 E. Commercial Blvd., #100
Fort Lauderdale, Florida 33334

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

JOHN MELILLI, SR.
8340 Northwest 52nd Court
Lauderhill, Florida 33351

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

Signature

(President or Vice President)

Date

May 2, 1995

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name

JOHN MELILLI, SR.

Signature

(Agent)

Date

May 2, 1995

P95000025685
CARPENTER & BROWN, P.A.

ROGER L. BROWN
REAL PROPERTY LAW
CORPORATION AND BUSINESS LAW
TRIAL PRACTICE GENERAL

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SAAR BUILDING - SUITE 100
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FORT LAUDERDALE, FLORIDA 33304
TELEPHONE (305) 771-1850
FAX (305) 461-3550

March 24, 1995

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

600001441756
-03/28/95--01098--019
****122.50 ****122.50

Re: MELILLI TILE & STONE, INC.

Gentlemen:

Enclosed please find two copies of the Articles of Incorporation regarding the above referenced corporation.

Also enclosed please find our check in the amount of \$122.50 to cover the filing fee (\$35.00), registered agent fee (\$35.00) and certified copy (\$52.50) for said corporation.

Please return a certified copy of the Articles of Incorporation to us as soon as possible.

Very truly yours,

ROGER L. BROWN

RLB/dbk
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR 28 AM 10:21

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ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

OF

95 MAR 28 AM 10:21

MELILLI TILE & STONE, INC.

ARTICLE I - NAME

The name of the corporation is Melilli Tile & Stone, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this corporation is authorized to issue is 5000 shares of common stock having a par value of \$1.00 each, and such shall be designated "common shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale (by this corporation) for cash or property of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price per share at which it is offered to others (based on cash value or fair market value of property involved in the sale).

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 701 East Commercial Boulevard, Suite 100, Fort Lauderdale, Florida 33334, and the name of the initial registered agent of this corporation at that address is Roger L. Brown. The principal office of this corporation is 8340 Northwest 52nd Court, Lauderhill, Florida 33351.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The name and address of the initial director of this corporation is JOHN

MELILLI, SR., 8340 Northwest 52nd Court, Lauderhill, Florida 33321.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is Roger L. Brown.


ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

ARTICLE X - AMENDMENT

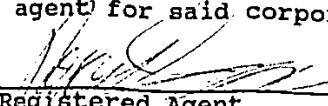
This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator executed these articles of incorporation this 25th day of March, 1995.


Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Registered Agent

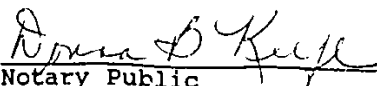
NOTARY

STATE OF FLORIDA

COUNTY OF BROWARD

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Roger L. Brown, known to me and known by me to be the person who executed the foregoing articles of incorporation as incorporator and registered agent.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 23rd day of March, 1995.


Notary Public

My Commission Expires:

