

P950000465/R

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June 8, 1995

6/8/95

Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32314

SEARCHED INDEXED  
SERIALIZED FILED  
JUN 12 1995  
FBI - TAMPA

Attention: Certification Section

RE: Distinctivo Distributors, Inc.

Dear Sir or Madam:

Enclosed herewith please find two (2) counterparts of the Articles of Incorporation of the captioned corporation.

Additionally please find my check for \$122.50 in payment for the following:

a) Articles of Incorporation	35.00
b) Certified Copy	52.50
c) Designation of Resident Agent	35.00
<b>Total</b>	<b>122.50</b>

RECEIVED  
JUN 12 1995  
FBI - TAMPA

for the above referenced corporation. Permission from the Florida Department of State for utilization of the reserved name of Distinctivo Distributors is enclosed.

Please be kind enough to process this request as soon as possible and return the Certified copy of Articles of Incorporation in the enclosed return envelope.

Thank you for your anticipated assistance and good services.

*John*

Sincerely yours,  
*Albert R. Cook*

6/15/95

ALBERT R. COOK

*[Signature]*

ARC/ois  
Encls.

CC: Barry Katzenberg

Barry N. Katzenberg  
1063 Millor Drive  
Altamonte Springs, FL 32701

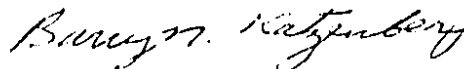
June 8, 1995

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

Dear Sir or Madam:

The enclosed Articles of Incorporation of Distinctive Distributors, Inc., executed by William David Manning, as Incorporator, are authorized by me to utilize the name Distinctive Distributors, Inc., which has been reserved to me under Reservation No. R95000002366.

Sincerely yours,



BARRY N. KATZENBERG

BNK/ois  
Encl.



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 26, 1995

BARRY N. KATZENBERG  
1063 MILLER DR.  
ALTAMONTE SPRINGS, FL 32701

The name **DISTINCTIVE DISTRIBUTORS, INC.** has been reserved for 120 days beginning May 26, 1995. The reservation number is R95000002366 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Alan Crum

Letter number: 495A00026755

6/18/75

**ARTICLES OF INCORPORATION**  
**OF**  
**DISTINCTIVE DISTRIBUTORS, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

**Article 1. Name.** The name of the Corporation is: Distinctive Distributors, Inc., whose initial business address is 490 North Street, Suite 120, Longwood, Florida 32750.

**Article 2. Duration** The duration of the Corporation is perpetual.

**Article 3. Purpose.** The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. To buy and sell, at wholesale, carpet, flooring and related products throughout the Central Florida area or such additional territory as the Board of Directors may, from time to time, determine.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 7,500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 490 North Street, Suite 120, Longwood, Florida 32750, and the name of the Registered Agent at that address is William David Manning.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

William David Manning	490 North Street, Suite 120 Longwood, Florida 32750
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Article 7. Incorporator. The name and address of each Incorporator is as follows:

William David Manning	490 North Street, Suite 120 Longwood, Florida 32750
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Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any

right conferred upon the Shareholders is subject to this reservation.

**Article 9. Indemnification.** The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

**Article 10. Rights of Initial Directors.** Each of the initial Directors shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring stock in this Corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Director as long as that Director is a Shareholder of the Corporation. This Article may not be amended in any way without the written consent of each of the initial Directors who is a Shareholder of the Corporation at the time of the amendment.

**Article 11. Bylaws.** The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

**Article 12. Commencement of Corporate Existence.** In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation.

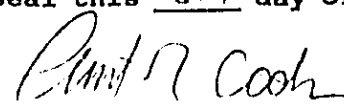
IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 8th day of June, 1995.

  
\_\_\_\_\_  
William David Manning

STATE OF FLORIDA  
COUNTY OF SEMINOLE

Before me personally appeared William David Manning, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and who has produced Fla License as identification and who did (~~did not~~) take an oath.

WITNESS my hand and official seal this 8th day of June, 1995.

  
\_\_\_\_\_  
Notary Public, State of Florida  
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Distinctive Distributors, inc., which is contained in the foregoing Articles of Incorporation.

DATED this 8th day of June, 1995.

  
\_\_\_\_\_  
William David Manning  
Registered Agent

**DISTINCTIVE DISTRIBUTORS**  
1079 Miller Drive  
Altamonte Springs, FL 32701

**P95000046512**  
Distinctive Distributors has moved

to the above address.

Assigned Document # P95000046512

ES-4

David Manning

