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June 6, 1995

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Division of Corporations
Secretary of State
P O Box 6327

Gentlemen:

Enclosed please find the executed original Articles of Incorporation for the above-captioned corporation. I have also enclosed a check in the amount of \$122.50 for the filing and certified copy fees.

Please process this as your earliest convenience and return the certified copy of the Articles of Incorporation to my attention at 2831 Ringling Blvd. 122-F, Sarasota, FL 34237.

Thank you very much for your assistance in this matter.

Very truly yours,


Simon Rosin
SR/hr

ARTICLES OF INCORPORATION

OF

ALL-NU FLOORS, INC.

ARTICLE I. NAME.

The name of the corporation shall be ALL-NU FLOORS, INC., a Florida corporation.

ARTICLE II. DURATION.

This corporation shall exist perpetually.

ARTICLE III. PURPOSE.

This corporation is organized to engage in all phases of the floor covering business, including, the sale, purchase, and installation of carpet, ceramic tile, vinyl, wood, and to conduct any and all lawful business activities permitted under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK.

This corporation is authorized to issue 100 shares of \$1.00 par value which shall be designated "Common Shares" and stockholders shall have preemptive rights.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT.

The initial registered agent of this corporation is Cynthia M. Hendrickson, and the street address of the initial registered office of this corporation is 2183 12th St., Sarasota, FL 34237. The signature of the registered agent, hereon, is affirmation that the registered agent accepts her duties as a registered agent, is familiar with and accepts the duties and responsibilities as registered agent of this corporation.

ARTICLE VI. INITIAL BOARD OF DIRECTORS AND ELECTION OF DIRECTORS.

This corporation shall have one director initially. The election of directors shall be as provided in the by-laws and the number of directors may be either increased or decreased from time to time as provided in the by-laws which shall never be less than one. The name and address of the initial director of this corporation is Cynthia M. Hendrickson and her street address is 2183 12th Street., Sarasota, FL 34237.

ARTICLE VII. INCORPORATOR.

The name and address of the person signing these Articles is Cynthia M. Hendrickson and her street address is 2183 12th St., Sarasota, FL

ARTICLE VIII. TRANSFERABILITY OF SHARES.

Any and all of the stockholders of this corporation may from time to time enter into such agreements as may seem expedient to them, relating to the shares of stock held by them, and limiting the transferability thereof; and thereafter any transfer of said shares shall be made in accordance with the terms of said agreement, provided that before the actual transfer of said shares on the books of the corporation, written notice of such agreement shall be stamped, written, or printed upon the certificate representing said shares, and the by-laws of this corporation may likewise include proper provisions for the making of such agreements as aforesaid.

ARTICLE IX.

TRANSACTION WITH INTERESTED DIRECTORS OR OFFICERS.

In the absence of fraud, no contract or other transaction between this corporation and any other corporation or any individual or firm shall be in any way affected or invalidated by the fact that any of the Directors or Officers of this corporation are interested in such contract or transaction, provided that such interest shall be fully disclosed or otherwise known to the Board of Directors in the meeting of such Board at which such contract or transaction is authorized or confirmed, and provided, however, that any such Directors of this corporation who are so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize or confirm such contract or transaction, and any such Director may vote thereon to authorize any such contract or transaction with like force and effect as if he were not such Director or Officer of such other corporation or not so interested.

ARTICLE X. REPLACING STOCK CERTIFICATES.

The Board of Directors, may, by resolution, provide for the issuance of stock certificates to replace lost or destroyed certificates.

ARTICLE XI. AMENDMENT.

These Articles of Incorporation may be amended in any manner provided by law.

ARTICLE XII. INDEMNIFICATION.

The corporation shall indemnify any Director or Officer or any former Officer or Director to the full extent permitted by law.

ARTICLE XIII. DATE OF COMMENCEMENT.

The date of commencement of this corporation shall be the date of filing these Articles of Incorporation with the Department of State of the State of Florida.

ARTICLE XIV. GRANT OF PPEEMPTIVE RIGHTS.

Each shareholder of the corporation shall be entitled to full preemptive rights to acquire his proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the corporation.

ARTICLE XV. PRINCIPAL ADDRESS AND MAILING ADDRESS

The address of the principal office and mailing address of the corporation are 2183 12th St., Sarasota, FL 34237.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this ____ day of June, 1995.

Cynthia M. Hendrickson
Cynthia M. Hendrickson

STATE OF FLORIDA
COUNTY OF SARASOTA

ACCEPTS APPOINTMENT AS REGISTERED AGENT
AND INCORPORATOR.

The foregoing instrument was acknowledge before me this 12 day of June, 1995 by Cynthia M. Hendrickson who is personally known to me and who did take an oath.

[Signature]
Notary Public Signature Line

Simon Robin
Name of Notary Public

