

JUN 22 1995 541-3694

6/22/95 FIDELITY DIVISION OF CORPORATIONS

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TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT

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NAME: FLOORS & BEYOND, INC.

FAX AUDIT NUMBER: H95000006955

DATE REQUESTED: 06/22/1995

CERTIFIED COPIES: 1

NUMBER OF PAGES: 5

ESTIMATED CHARGE: \$122.50

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ARTICLES OF INCORPORATION
OF

FLOORS & REYNOLD, INC.

THE UNDERSIGNED, acting as an incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the Corporation shall be:

FLOORS & REYNOLD, INC.

ARTICLE II

This corporation shall have perpetual existence, and its corporate existence shall commence at the time of the filing of the Articles of Incorporation by the Department of State.

ARTICLE III

The corporation shall engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is ONE HUNDRED (100) SHARES with a par value of FIVE AND NO/100 (\$5.00) DOLLARS each share.

MARCO DE LA CAL, P.A.
Florida Bar No. 314587
999 Ponce de Leon Boulevard
Suite 720
Coral Gables, FL 33134
Ph: (305) 444-3800

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TALLAHASSEE, FLORIDA

ARTICLE V

The street address of this corporation's initial registered office is:

1071 S.W. 93rd Avenue
Miami, Florida 33176

and the name of its initial Registered Agent at such address is:

GUILLERMO DEL CASTILLO

ARTICLE VI

The number of directors constituting the initial Board of Directors shall be one (1) and the name and address of the person who is to serve as member thereof are as follows:

GUILLERMO DEL CASTILLO
1071 S.W. 93rd Avenue
Miami, Florida 33176

ARTICLE VII

The principal office and/or mailing address of the Corporation is as follows:

1071 S.W. 93rd Avenue
Miami, Florida 33176

ARTICLE VIII

The name and address of this corporation's incorporator is as follows:

GUILLERMO DEL CASTILLO
1071 S.W. 93rd Avenue
Miami, Florida 33176

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stockholders entitled

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to vote thereon.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation this 20th day of June, 1995.

X Guillermo Del Castillo
GUILLERMO DEL CASTILLO

STATE OF FLORIDA }
COUNTY OF DADE } S.S.

WE HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, GUILLERMO DEL CASTILLO, well known to be the person described in the foregoing Articles of Incorporation of FLOORS & BEYOND, INC., and he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS our hands and official seals in Miami, Dade County, Florida, on this 20th day of June, 1995.



GUILLERMO DEL CASTILLO
Notary Public
State of Florida
Commission Expires 12-31-95

Guillermo Del Castillo
NOTARY PUBLIC
State of Florida at Large

RESIDENT AGENT CERTIFICATE

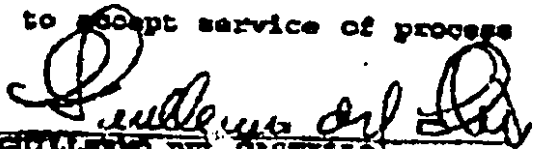
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That FLOORS & BEYOND, INC. desiring to organize under the laws

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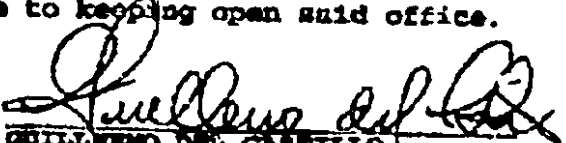
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of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in Miami, Dade County, Florida, has named GUILLERMO DEL CASTILLO, located at 1071 S.W. 93rd Avenue, Miami, Florida 33176, as its agent to accept service of process within this state.


GUILLERMO DEL CASTILLO

ACCORDANCE

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


GUILLERMO DEL CASTILLO

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