

JOHN D. GENTILE, CHAIRMAN  
1901 N. Palm Ave., Suite 212  
Tallahassee, Florida 32306  
(904) 441-9441

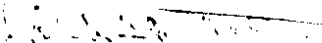
June 15, 1995

John D. Gentile, Chairman  
1901 N. Palm Ave., Suite 212  
Tallahassee, Florida 32306  
Attn: N. Palm Ave. Section

Enclosed are the Articles of Incorporation to be filed for  
G & M International Export, Inc. and a check for \$122.50 covering  
fees for registration for the same including a certified copy of  
the articles.

Please direct any correspondence to my attention at the above  
address.

Very Truly Yours,

  
John D. Gentile

RECEIVED  
JUL 19 1995  
TALLAHASSEE, FLORIDA

*Handwritten:* Name Sarg  
12-15-95

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 19, 1995

JOHN D. GENTILE, C.P.A.  
1601 N. PALM AVENUE  
SUITE 212  
PEMBROKE PINES, FL 33026

SUBJECT: G M INTERNATIONAL EXPORT, INC.\*\*OR\*\* G M  
INTERNATIONAL, INC.  
Ref. Number: W95000012497

We have received your document for G M INTERNATIONAL EXPORT, INC.\*\*OR\*\* G M INTERNATIONAL, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The corporate name must be identical throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 395A00030102

*Copy of document  
G M International Export, Inc.  
enclosed*

ARTICLES OF INCORPORATION

OF

G & M INTERNATIONAL EXPORT, INC.

The undersigned subscribers to these Articles of Incorporation hereby form and associate to form a Corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is:

G & M INTERNATIONAL EXPORT, INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business and the objective and purpose to be transacted and activities in which to engage shall be as follows:

A. To perform any work or services that may be related to floor coverings, such as carpeting, tiling, etc.; any brokering, distributing, or engaging in such similar services or production or manufacturing; any importing or exporting of any goods or services

B. To install, construct, maintain, contract or perform any such related service.

C. To engage in any form of wholesale trade for durable and nondurable goods, or any other retail selling or store business activity.

D. To design, develop, produce and market products and services of any type and nature using various techniques and promotions.

E. To invest, purchase, hold, improve, sell, convey, assign, lease, mortgage, encumber and otherwise deal in and with real or personal property or any interest therein, wherever situated.

F. To perform any other activities necessary, proper or

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TALLAHASSEE, FLORIDA

convenient or incident to the furtherance of the powers and purpose herein stated.

G. To exercise any power and authority and to engage in any business activity which may be done by a profit corporation organized and existing under and by virtue of Chapter 607, FLORIDA STATUTES, it being the intent that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 607, FLORIDA STATUTES.

### ARTICLE III

#### CAPITAL STOCK

The maximum number of shares of stock which this corporation shall be authorized to have outstanding at any time is 10,000 shares of common stock, having a par value of \$.01 per share. The capital stock may be paid for in property, labor, or services at a just valuation, to be fixed by the incorporators or by the directors at a meeting called for such purpose or at the organization meeting. Property, labor or services may be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the directors of the company. Stock in other corporations or going businesses may be purchased by the corporation, in return for the issuance of its capital stock, and said purchases shall be on such basis and for such consideration as the issuance of so much of the capital stock as the directors of the company may decide.

### ARTICLE IV

#### MINIMUM CAPITAL

The amount of capital with which this corporation will begin business shall be not less than \$500.00.

ARTICLE V

TERM OF EXISTENCE

The existence of this corporation shall be perpetual.

ARTICLE VI

PRINCIPAL OFFICE

The initial principal office or place of business of this corporation shall be located at 1120 Pinellas Bay Way, Suite 112, Tierra-Verde, Florida 33715.

ARTICLE VII

BOARD OF DIRECTORS

This corporation shall have two (2) Directors 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 (1). The names and addresses of the initial Directors of this Corporation are:

Patrick W. Midas  
1120 Pinellas Bay Way, Suite 112  
Tierra-Verde, Florida 33715

Sam L. Green  
1120 Pinellas Bay Way, Suite 112  
Tierra-Verde, Florida 33715

ARTICLE VIII

INITIAL OFFICERS

The names and addresses of the initial officers of the Corporation are the following:

NAME	TITLE	ADDRESS
Carol C. Green	President	1120 Pinellas Bay Way, Suite 212 Tierra-Verde, Florida 33715

Nancy Midan Vice President 1120 Pinellas Bay Way, Suite 212  
Tierra-Verde, Florida 33715  
Sam L. Green Secretary 1120 Pinellas Bay Way, Suite 212  
Tierra-Verde, Florida 33715  
Patrick W. Midas Treasurer 1120 Pinellas Bay Way, Suite 212  
Tierra-Verde, Florida 33715

#### ARTICLE IX

##### ASSIGNMENT OF SUBSCRIPTION RIGHTS

The original incorporators of the corporation shall have the right upon its organization, to assign and deliver their subscriptions of stock to any other persons, partnership, or corporations who may hereafter become subscribers to the capital stock of the corporation, who, upon acceptance of such assignment, shall stand in lieu of the original incorporators, and assume and carry out all the rights, liabilities and duties entailed by said subscriptions, subject to the laws of the State of Florida, and the execution of the necessary instruments of assignment.

#### ARTICLE X

##### MANAGEMENT

The corporation shall be managed by the Board of Directors, which shall exercise all powers conferred under the laws of the State of Florida.

#### ARTICLE XI

##### PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or

her pro-rata share thereof (as nearly as may be done without  
issuance of fractional shares) at the price at which it is offered  
to others.

ARTICLE XII

INCORPORATOR

The name and address of the person signing these articles is:

Patrick W. Midas  
1120 Pinellas Bay Way  
Tierra-Verde, Florida 33715

IN WITNESS WHEREOF, the undersigned has made, subscribed and  
acknowledged these Articles of Incorporation, this 2<sup>nd</sup> day of

June 1997.

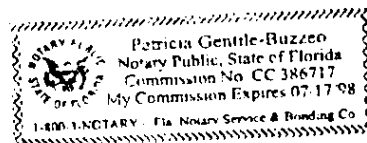
Patrick W. Midas

STATE OF FLORIDA  
COUNTY OF BROWARD SS.

BEFORE ME, the undersigned authority, personally appeared  
Patrick W. Midas to me well-known to be the person  
described in and who executed the foregoing Articles of  
Incorporation, and he acknowledged before me, according to law,  
that he/she made and subscribed the same for the purposes therein  
mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this  
2<sup>nd</sup> day of June, 1997

Patricia Gentle-Buzzon  
NOTARY PUBLIC



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

In pursuance of Chapter 48.091, FLORIDA STATUTES, following  
is submitted in compliance with said Act:

That G & M International, Inc. desiring to organize under  
the laws of the State of Florida with its principal office,  
as indicated, in the Articles of Incorporation at the city of  
Hollywood, Florida, County of Broward, State of Florida, has  
named John D Gentile, located at 1601 N Palm Avenue, Suite 212,  
Pembroke Pines, 33026, County of Broward, State of Florida, as its  
agent to accept service of process within this State.

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

  
JOHN D. GENTILE

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TALLAHASSEE, FLORIDA