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FILED
95 JUL 24 AM 8:33
TALLAHASSEE, FLORIDA

July 21, 1995

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-07/24/95--01069--008
***122.50 ***122.50

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

Re: GRASS TILEWORKS, INC.

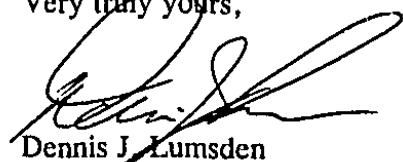
Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation for the above, along with my check in the amount of \$122.50, to cover the appropriate fees.

When filed, please return the certified copy to the undersigned.

Thank you for your assistance.

Very truly yours,


Dennis J. Lumsden

D. BROWN JUL 26 1995

ARTICLES OF INCORPORATION

OF

GRASS TILEWORKS, INC.

FILED
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RECORDING CLERK
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, Florida Statutes, Section 607.0101 et seq., hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is **GRASS TILEWORKS, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal office of this Corporation is located at:

616 N.E. 10th Avenue
Cape Coral, Florida 33909

ARTICLE III - COMMENCEMENT AND DURATION

This Corporation shall commence to exist on the filing of these Articles, in accordance with Section 607.0123(1), Florida Statutes, and shall have perpetual existence.

ARTICLE IV - PURPOSE

The purpose of this Corporation is to engage in any and all lawful business for which corporations may be incorporated.

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue Ten Thousand (10,000) common shares, all of one class, each having a par value of One Dollar (\$1.00) per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and registered office of this Corporation are as follows:

Martha R. Grass 616 N.E. 10th Avenue
Cape Coral, Florida 33909

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall initially have one (1) Director. The number of Directors may be either increased or decreased, from time to time, by or under the Bylaws of the Corporation, but shall never be less than one (1).

The names and addresses of the initial Director of this Corporation are:

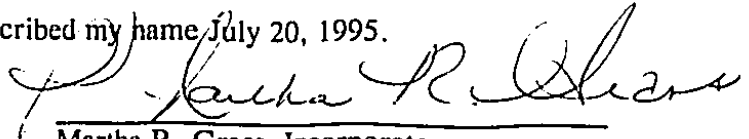
Martha R. Grass 616 N.E. 10th Avenue
Cape Coral, Florida 33909

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

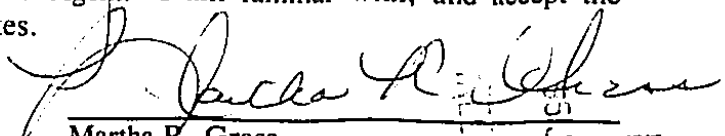
Martha R. Grass 616 N.E. 10th Avenue
Cape Coral, Florida 33909

IN WITNESS WHEREOF, I have subscribed my name July 20, 1995.


Martha R. Grass, Incorporator

ACCEPTANCE BY REGISTERED AGENT

I hereby accept the appointment of Registered Agent. I am familiar with, and accept the obligations of Section 607.0505 Florida Statutes.


Martha R. Grass