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MCLEOD, MCLEOD & MCLEOD, P. A.

Attorneys and Counselors at Law

Post Office Drawer 950

Apopka, Florida 32704-0950

Johnie A. McLeod
Raymond A. McLeod
William J. McLeod
James S. Curry *

August 1, 1995

48 East Main Street
Telephone: 407/886-5300
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*Also admitted in Nebraska

Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32304

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****122.50 ****122.50

RE: Tile & Metal, Inc.

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above named corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$35.00
Certified Copy	\$2.50
Registered Agent Fee	\$35.00
Total	\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you.

Sincerely yours,


Raymond A. McLeod

RAM/jlk

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG -4 PM 4:25
A 8/4/95

**ARTICLES OF INCORPORATION
OF
TILE & METAL, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG -4 PM 4:25

The undersigned, acting as the Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation is **TILE & METAL, INC.**

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation is authorized to issue 1,000 shares, all of one class, at \$1.00 par value.

ARTICLE V

The name and address of the Initial Registered Agent and the principal office of this corporation is the same, as follows: RONALD L. CHAPMAN, 2482 Clark Street, Apopka, Florida

32703

ARTICLE VI

This corporation shall have one (1) Directors initially, and the number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one (1)

The name and address of the initial Director of this corporation is

RONALD L. CHAPMAN
2482 Clark Street
Apopka, Florida 32703

ARTICLE VII

The name and address of the person signing these Articles of Incorporation is RONALD L. CHAPMAN, 2482 Clark Street, Apopka, Florida 32703.

ARTICLE VIII

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors

ARTICLE IX

Shares held by the initial stockholder(s) may not be resold or otherwise transferred to other persons unless such shares are offered to the corporation and the price and terms at which, and the time in which, such shares may be offered and sold shall be further specified in the By-Laws

ARTICLE X

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XI

The corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law

ARTICLE XII

Directors need not be residents of this state or shareholders unless Articles of Incorporation or By-Laws so require


ARTICLE XIII

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with no less than a majority vote of the common stock issued and outstanding

ARTICLE XIV

If all Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors

IN WITNESS WHEREOF, the undersigned Incorporator and Initial Resident Agent has executed these Articles of Incorporation this 25th day of July, 1995


RONALD L. CHAPMAN
Incorporator


RONALD L. CHAPMAN
Initial Registered Agent

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared RONALD L. CHAPMAN, to me known to be the person who executed the foregoing Articles of Incorporation of TILE & METAL, INC. as the Incorporator and Initial Registered Agent, and he acknowledged to and before me that he executed such instrument

IN WITNESS WHEREOF, I have hereunto placed my hand and seal this ^{31st}~~25th~~ day of July, 1995

Julie L. Kelley
Notary Public

Printed Name of Notary

My commission expires



(SEAL)

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

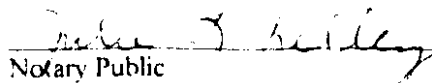
STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared RONALD L. CHAPMAN, known to me to be the person who accepted designation as Registered Agent on behalf of TILF & METAL, INC., and he acknowledged before me that he executed this Acceptance of Designation as Registered Agent freely and voluntarily


RONALD L. CHAPMAN

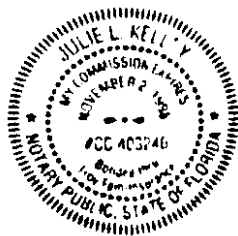
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this ~~25th~~ day of July, 1995

315D


Notary Public

Printed name of Notary

My Commission Expires



(SEAL)

FILED
STATE
SECRETARY OF REGISTRATIONS
95 AUG -4 PM 4:25

[CHAPMAN.ART/07-24-95/RAM]