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41730-7704
DELAND

EDWARD I. MATZ

ATTORNEY AND COUNSELLOR AT LAW

OFFICE ADDRESS

1914 N. WOODLAND BLVD., SUITE 6, DELAND, FL.

JORNEY EDWARD MATZ
P.O. BOX 265337
JAYTONA BEACH, FL
32126-5337

FILED
55 DEC 26 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Charter filing dept.
Post Office Box 6327
Tallahassee, FL 32314

Filing new charter for
A&S Tile Outlet, Inc.

Dear Sir or Madame:

December 20, 1995

Please file the enclosed articles of incorporation and send me the number assigned to the charter. My check in the amount of \$70.00 is enclosed to cover the charges for filing and registered agent designation. Thank you very much.

Sincerely,



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*****70.00 *****70.00

WYS - 2020

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0671

12/28/95
JB



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

December 28, 1995

EDWARD I. MATZ
121 1/2 N. WOODLAND BLVD. STE 6
DELAND, FL

SUBJECT: A&S TILE OUTLET
Ref. Number: W95000025028

We have received your document for A&S TILE OUTLET and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your 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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 295A00055514

ARTICLES OF INCORPORATION OF A&S Tile Outlet, Inc.

The incorporator forms a corporation under the Florida Business Corporation Act, adopting the following articles of incorporation:

1. NAME- The name of this corporation is A&S Tile Outlet, Inc.
- 1a. PRINCIPAL OFFICE- The principal office of corp. is 1030 South Volusia Avenue, Orange City, Florida 32763.
2. TERM- This corporation shall exist perpetually.
3. PURPOSE- The purpose of this corporation is to engage in the sales and installation and to transact any or all lawful business for which corporations may be incorporated under the Florida Business Corporations Act.
4. CAPITAL STOCK- this corporation is authorized to issue One Hundred (100) shares of common stock of a single class with a par value of five dollars (\$5.00) per share.
5. REGISTERED AGENT- The street address of the initial registered office of the Corporation is 1030 S. Volusia Avenue, Orange City, Florida 32763 and the name of its initial registered agent at such address is William C. Abell.
6. DIRECTORS- This corporation shall have two directors initially. The number shall be fixed by the by-laws and may be changed from time to time.
7. INITIAL DIRECTORS- The name and address of each member of the first board of directors are William C. Abell, whose address is 1568 W. Euclid Avenue, Deland, Florida 32720 and Ted Sullivan, whose address is 1489 Timbercrest Drive, Deltona, Florida 32728.
8. INCORPORATOR- The name and street address of the incorporator is William C. Abell, whose address is 1568 W. Euclid Avenue, Deland, Florida 32720.

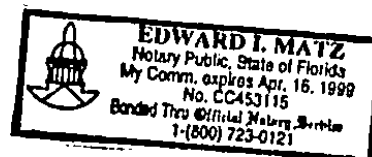
Dated on this 19th day of December, 1995.

William C. Abell

State of Florida
County of Volusia

The foregoing instrument was Sworn to and acknowledged before me this 19th day of December, 1995 by William C. Abell, who took an oath and is personally known.

Notary Public State of Florida at Large
Edward I. Matz

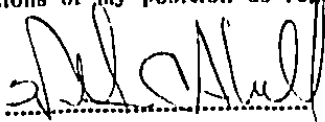


Certificate of designation of registered of agent/registered office

Pursuant to the Provisions of Section 607.0501, Florida Statutes the undersigned corporation organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent in the State of Florida. The initial registered agent for this corporation is William C. Abell and the initial registered office is located at 1030 S. Volusia Avenue, Orange City, Florida 32763.

CONSENT OF REGISTERED AGENT

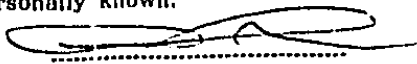
Having been named as registered agent for A&S Tile Outlet, Inc. at the registered office designated in the foregoing articles of incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

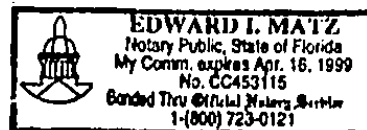


William C. Abell

State of Florida
County of Volusia

The foregoing Certificate of designation of registered agent registered office was Sworn to and acknowledged before me this 19th day of December, 1995 by William C. Abell, who took an oath and is personally known.


Notary Public State of Florida at Large
Edward I. Matz



FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA