

Key Biscayne

P960000 25780

Tile Craft, Inc.

104 Crandon Blvd., Suite 303 Key Biscayne, FL 33149

John Valentine 305-365-3999

Art Balogh 361-7575

FILED
MAR 19 11:08 AM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MEMORANDUM

TO: Division of Corporations. State of Florida

FROM: ~~Art Balogh, Jr.~~

RE: Filing of a New Corp.

DATE: 03-18-96

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****122.50 ****122.50

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Please find the enclosed documentation for registering a new corporation, including
our check for \$122.50. Upon registration of this new filing, please send a certified
copy of same to the address captioned above.

Thank you.

**ARTICLES OF INCORPORATION
OF
KEY BISCAYNE TILE CRAFT, INC.**

The undersigned, desiring to become a corporation for the purposes herein stated pursuant to Chapter 607, Florida statutes (1941), as amended, entitled "Corporations for Profit, Generally", hereby certify as follows:

FIRST

The name of the corporation shall be:

Key Biscayne Tile Craft, Inc.

SECOND

The general nature of the business to be transacted by the corporation is to do any and all things hereinafter set forth to the same extent as natural persons might could do, namely;

To engage in the business of selling, supplying, installing and refurbishing any and all materials and services typical to the floor and wall covering business. To act as designers, owners agents or consultants in every type of ceramic tile, stone, marble and other substrate and finish materials.

To acquire and take over as a going concern and thereafter to carry on the business of any person firm or corporation engaged in any business which is authorized to carry on, and in connection therewith to acquire good will and all or any of the assets of such business.

To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or convenient for the business of the corporation.

To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges or for any other lawful purpose of its incorporation; to issue bonds, promissory notes, and other obligations and evidence of indebtedness.

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To guarantee, purchase, hold sell, assign transfer, mortgage pledge or otherwise dispose of the shares of capital stock of, or any bonds, securities or evidences of indebtedness created by any other corporation of this state or any other state and while and while owner of such stock, to exercise all the rights and powers of ownership, including the right to vote thereon.

To purchase, hold , sell and transfer shares of its own capital stock, provided that no such corporation shall purchase its own shares of capital stock except from the surplus of its assets over its liabilities including capital stock, owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholders quorum or vote.

To conduct business, have one or more offices or places of business and hold, purchase mortgage and convey real and personal property. In any manner to acquire, enjoy, utilize and to dispose of patents, copyrights and trade marks and any licenses or other rights or interests therein and thereunder.

To do all and everything necessary and proper for the accomplishment of the objects enumerated in the Articles of Incorporation or any amendment thereof or necessary or incidental to the attainment of the objects of the corporation, whether or not the objects are similar to those set forth in the Articles of Incorporation. of such corporation.

The foregoing enumeration of specific powers in no way limit or restrict in any manner the general powers of the corporation as conferred by the laws of the State of Florida upon Corporations organized under Chapter 607, Florida Statutes (1941), as amended.

THIRD

The maximum number of shares of stock in this corporation without nominal or par value shall be one hundred (100) shares. All stock to be issued shall be fully paid and exempt from assessment and shall be payable in lawful money, or property, labor or services at a just valuation to be fixed by the director of this corporation.

FOURTH

The amount of capital with which the corporation shall begin is Five hundred (\$500.00) Dollars.

FIFTH

The corporation shall exist for 180 days from the date of Registration of these Articles with the State of Florida, except that at an time prior to the end of the 180th day, the shareholders may elect to continue the life of the corporation for an additional 180 days or for any amount of time including a perpetual existence as they see fit. The vote will require all shareholders to be in compliance.

SIXTH

The principal office of this corporation shall be located at 104 Crandon Blvd. Suite 303, Key Biscayne, Fl. 33149.

SEVENTH

The number of directors of this corporation shall be two (2).

EIGHTH

The names and addresses of the officers of this corporation, to hold office for the first year or until their successors are elected are as follows:

John Valentine	55 Ocean Lane Drive	Key Biscayne, Fl. 33149
Arthur W. Balogh, Jr.	250 Sunrise Dr.	Key Biscayne, Fl. 33149

NINTH

The names and addresses of every subscriber of these Articles of Incorporation and a statement of the number of shares of stock he agrees to take is as follows:

Name	Address	No. of Shares	Amount
John Valentine		50	\$ 250.00
Arthur Balogh, Jr.		50	\$ 250.00

TENTH

The following provisions are inserted for the regulations and conduct of the affairs of the corporation and it is expressly provided they are intended to be in furtherance of and not in limitation or exclusion of the powers conferred by statute: No contract or other transaction of the corporation with any other person, firm or corporation in which this corporation is interested shall be affected or invalidated by:

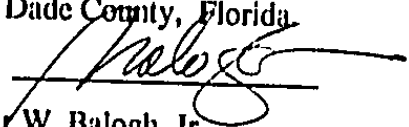
- a. The fact that a Director of this corporation is interested in or is a Director or Officer of any other corporation; or
- b. The fact that any Director, Individually or jointly with others, may be a party to or may be interested in any such contract or transaction, and each and every person who may become a Director of the corporation is hereby relieved from any liability that might otherwise arise by reason of his contracting with the corporation for the benefit of himself, or any firm or corporation in which he may be in any way interested.

ELEVENTH

DESIGNATION OF REGISTERED AGENT

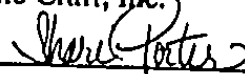
Arthur W. Balogh, Jr. who resides at 250 Sunrise Drive, Apt. "F" Key Biscayne, Fl. 33149 is hereby designated as registered agent for the service of process upon the company and by his execution of the within Articles does accept the said designation as Registered Agent.

In witness thereof, I have set my hand and seal on the 18 day of March 1996, in the Village of Key Biscayne, Dade County, Florida.


Arthur W. Balogh, Jr.

State of Florida, County of Dade

I, the undersigned Notary Public, in and for the State of Florida hereby certify that on this day before me personally appeared John Valentine and Arthur W. Balogh, Jr. who executed the foregoing Articles of Incorporation of Key Biscayne Tile Craft, Inc.

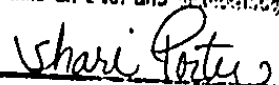

Notary



STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 18 day of March, 1996 by Arthur W. Balogh, Jr., who is personally known to me or who has/have produced N/A as identification and who did not take an oath and acknowledged that he/she/they executed the same.

(SEAL)


Notary Public - State of Florida

Print Name: SHARI PORTER

OFFICE OF STATE
TALLAHASSEE, FLORIDA

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