

P96000035992

Peter Makris  
2110 Drew Street  
Clearwater, FL 34625

April 17, 1996

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04/22/96 0114 1115  
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Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Gentlemen:

I am enclosing the Articles of Incorporation and the Certificate Designating Registered Agent/Registered Office for VAN T. PHAM, INC. Also enclosed are the applicable fees for the Department of State. Please file the Articles of Incorporation and return the articles back to the address below:

Peter Makris  
2110 Drew Street  
Clearwater, Florida 34625

If there are any questions, or you are having problems filing the Articles, please call me at (813) 446-0000.

Very truly yours,

  
Peter Makris

FILED  
96 APR 22 PM 1:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. REGISTER APR 25 1996

ARTICLES OF INCORPORATION  
OF  
VAN T. PHAM TILE, INC.

FILED  
56 APR 22 PM 1:06  
SEC.  
TALLA FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

VAN T. PHAM TILE, INC.

The principal place of business of this corporation shall be: 9441 N. 56TH STREET, PINELLAS PARK, FLORIDA 34666. The mailing address of this corporation shall be: 9441 N. 56TH STREET, PINELLAS PARK, FLORIDA 34666.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock have \$1.00 per value per share.

**ARTICLE IV. TERM OF EXISTENCE**

The corporation is to exist perpetually.

**ARTICLE V. OFFICERS DIRECTORS**

This corporation is to have one director and officer, initially. The name and street address of the initial director and officer who shall hold office for the first year of the corporation's existence, or until his successor is elected or appointed is:

Van T. Pham  
President

9441 N. 56th Street  
Pinellas Park, FL 34666

**ARTICLE VI. INCORPORATOR**

The name and street address of the incorporator to this Articles of Incorporation is:

Van T. Pham

9441 N. 56th Street  
Pinellas Park, FL 34666

IN WITNESS WHEREOF, the undersigned incorporator has executed these  
Articles of Incorporation this 15<sup>th</sup> day of April,  
1996.

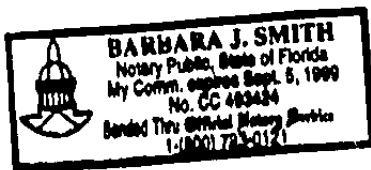
Signature of Incorporator

Van Pham  
Incorporator

STATE OF FLORIDA

COUNTY OF PINELLAS

THE FOREGOING instrument was acknowledged and sworn to before me  
this 15<sup>th</sup> day of April, 1996, by Van T. Pham, VAN T.  
PHAM TILE, INC.



Notary Public

Barbara J. Smith  
My Commission Expires: 9/5/99

CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE

FILED  
96 APR 22 PM 1:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.325, 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.

1. The name of the corporation is:

VAN T. PHAM TILE, INC.

2. The name and address of the registered agent and office is:

Name: VAN T. PHAM

Address: 9441 N. 56th STREET

City: PINELLAS PARK

State: FLORIDA

Zip: 34666

SIGNATURE

Van Pham  
(Corporate Officer)

TITLE: PRESIDENT

DATE:

4/15/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

Van Pham

DATE:

4/15/96

HUNT  
STREET  
PALM BEACH  
Law Offices

P96000035992

Tampa Bay  
Suite 110  
2110 Davis Street  
Clearwater, Florida 34625  
U.S.A.  
Tel: (813) 462-5700  
Fax: (813) 462-5514  
E-Mail: hsp@gle.net

February 6, 1997

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

FILED  
FEB 10 AM 11:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Ms. Mortham.

Enclosed please find the Articles of Dissolution for VAN T. PHAM TILE, INC. along with the Written Consent of the Stockholders of VAN T. PHAM TILE, INC. in Lieu of a Special Meeting to Vote on Dissolution of the Corporation.

In addition, please find a check in the amount of \$35.00 for the filing fee for the Articles of Dissolution.

Should you require additional information, please feel free to contact me.

Sincerely,

*Stella T. Galaris*  
Stella T. Galaris, Esq.

WOLDS  
FEB  
2/13

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

Rome  
Via Francesco Carrara, 24  
00196 Rome  
Italy  
Tel: (39)6 322-1485  
(39)6 322-1487  
Fax: (39)6 361-3266

MILAN  
Corso Italia, 8  
20122 Milan  
Italy  
Tel: (39)2 866-727  
Fax: (39)2 866-771

ATHENS  
5 Heraklitou Street  
106 73 Kolonaki, Athens,  
Greece  
Tel: (30) (1) 364-2120/30  
Fax: (30) (1) 364-7323

New York  
405 Park Avenue  
15th Floor  
New York, NY 10022  
Tel: (212) 583-1453  
Fax: (212) 826-9307

San Diego  
Suite 1400  
630 West Broadway  
San Diego, California  
92101-3377  
Tel: (619) 234-1798  
Fax: (619) 234-8475

Atlanta  
1050 Crown Point Parkway  
Suite 310  
Atlanta, Georgia 30338  
Tel: (770) 913-9999  
Fax: (770) 671-8511

Tampa Bay  
Suite 110  
2110 Davis Street  
Clearwater, Florida 34625  
U.S.A.  
Tel: (813) 462-5700  
Fax: (813) 462-5514

**ARTICLES OF DISSOLUTION**

**VAN T. PHAM TILE, INC.**

FILED  
97 FEB 10 AM 11:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1403 of the Florida Statutes, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation.

1. The name of the Corporation is VAN T. PHAM TILE, INC..
2. The date of the incorporation of VAN T. PHAM TILE, INC. is April 22, 1996.
3. The names and addresses of the officers of the corporation are as follows:  
  
PRESIDENT  
Van T. Pham  
9441 N. 56th Street  
Pinellas Park, FL 34666
4. The names and addresses of the directors of the corporation are as follows:  
  
Van T. Pham  
9441 N. 56th Street  
Pinellas Park, FL 34666
5. Adequate provision has been made for the payment of all of the debts, obligations, and liabilities of the corporation.
6. All the property and assets of the corporation remaining after the payment of all debts, obligations, and liabilities of the corporation have been distributed among its stockholders in accordance with their respective rights and interests.
7. There are no actions pending against the corporation in any court.

8 The corporation elected to dissolve by unanimous written consent of stockholders, and such written consent has been signed by all stockholders of the corporation. A copy of such written consent is attached to these articles.

VAN T. PHAM TILE, INC.

Alan Pham  
Van T. Pham, President

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, the undersigned officer duly authorized to administer oaths and take acknowledgments, personally appeared VAN T. PHAM, who after being duly cautioned and sworn, did depose and say that she has affixed her name to the foregoing Articles of VAN T. PHAM, INC., the original subscriber to said corporation, for the purpose therein expressed.

WITNESS my hand and official seal at Clearwater, Pinellas County, Florida on this

5 day of February, 1997.



Debra R. Kennemore  
Notary Public

My commission expires:



**WRITTEN CONSENT OF THE STOCKHOLDERS OF  
VAN T. PHAM TILE, INC.  
IN LIEU OF A SPECIAL MEETING  
TO VOTE ON DISSOLUTION OF THE CORPORATION**

The undersigned, being all the Stockholders of the above named corporation, based on the recommendation of the Board of Directors hereby take the following actions by written consent in lieu of a Special Meeting of the Stockholders:

RESOLVED, that the corporation be liquidated in accordance with the provisions of Section 331 of the Internal Revenue Code of 1954, as amended, and further

RESOLVED, that in accordance with such plan of liquidation, the officers, directors, and the accountant for the corporation be and they hereby are authorized and directed to:

1. file form 966 within thirty (30) days after the date hereof with the District Director of Internal Revenue Service at Atlanta, Georgia, together with a copy of this consent,
2. transfer all of the assets of the corporation to the stockholders of the corporation,
3. distribute all the assets subject to any unpaid liabilities in reduction and cancellation of all the outstanding stock of the corporation,
4. file a Certificate of Dissolution with the Secretary of State,
5. file all other forms and documents required by the State of Florida and the Federal Government, including all requisite tax returns, as soon as possible after the distribution of the corporate assets, and
6. provide for the payment of any indebtedness owned by the corporation to any creditors or lienors, and

FURTHER RESOLVED, that all actions taken on behalf of this corporation by the officers and directors in connection with the foregoing determination to liquidate and dissolve the corporation, the possible sale or distribution of its assets, be and the same are hereby ratified and confirmed in all respects.

DATED: 2/4/97

Shareholder:

Van Pham  
VAN T. PHAM