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CORPORATION CARDET - DRE	N(8) NAME	
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) Foreign	() Dissolution	() Mark
) Limited Partnership) Reinstatement	() Annual Report () Reservation	() Other () Change of Registered Agent
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CR2E031 (R8-85)

Acknowledgment

W.P. Verifier

ARTICLES OF INCORPORATION OF CARPET-DIRECT INC.

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I, ROBERT BORDELON THE UNDERSIGNED, NATURAL PERSON OF LEGAL AGE, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE STATE OF FLORIDA, ADOPT THE FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION:

FIRST: The name of the corporation is: CARPET-DIRECT INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose(s) for which the corporation is organized are: "To conduct any lawful business activity for which corporations may be incorporated under Chapter 607 of the Florida Statues."

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 100 shares of common stock having \$1.00 par value each.

FIFTH: The corporation will not commence business until at least <u>ONE HUNDRED DOLLARS (\$ 100.00)</u>, have been received by it as consideration for the issuance of <u>ONE HUNDRED</u> shares.

SIXTH: Cumulative voting of shares of stock is not authorized.

SEVENTH: Provisions limiting or denying to shareholders the pre-emptive right to acquire additional or treasury shares of the corporation are: NONE.

EIGHTH: Provisions for the regulation of the internal affairs of the corporation are governed by the bylaws which shall be adopted by a majority of directors.

NINTH: The address for the initial registered office of the corporation is:

2616 SW 4TH STREET
BOYNTON BEACH, FLORIDA 33435
The name of its initial registered agent at such address is:

ROBERT BORDELON

ARTICLES OF INCORPORATION

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TENTH: Address of the principal place of business is:

> 1420 SW 30TH AVENUE BOYNTON BEACH, FLORIDA 33435

ELEVENTH: The number of directors constituting the initial board of directors of the corporation is one (1), and the name and address of the person(s) who is to serve as director until the first annual meeting of shareholders or until their successor is elected and will qualify is:

NAME:		ADDRESS:					
ROBERT BORD		2616 SW 4TH STREET					
PRESIDENT	100%	BOYNTON BEACH FL. 33435					

The name and address of each incorporator is:

MAME :		AUDKESS:					
ROBERT BORDI	ELON	2616 SW 4TH STREET					
PRESIDENT	£001	BOYNTON BEACH FL. 334	35				

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THE	25	DAY	OF	Moril		IN	THE	YEAR	19	HEREUNTO		

Signatures of ALL Incorporators

ROBERT BORDELON

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Notary Public, State of Florida

Commission No. CC 443115

Or n. My Commission Expires 03/12/99

1400-3-N07ARY - Fla. Houry Service & Bonding Ca. Of the Commission Commiss

Witness

ORIGINAL APPOINTMENT

OF

REGISTERED AGENT

WE THE UNDERSIGNED, BEING THE INCORPORATORS OF

CARPET-DIRECT INC. HEREBY APPOINT ROBERT BORDELON

TO BE STATUTORY AGENT UPON WHOM ANY PROCESS, NOTICE OR DEMAND

REQUIRED OR PERMITTED BY STATUE TO BE SERVED UPON THE

CORPORATION MAY BE SERVED.

THE COMPLETE ADDRESS OF THE AGENT IS:

2616 SW 4TH STREET
BOYNTON BEACH, FLORIDA 33435

I HEREBY ACCEPT THE FOREGOING DISIGNATION AS REGISTERED AGENT FOR SERVICE OF PROCESS WITH THE STATE OF FLORIDA, AND AGREE TO COMPLY TO COMPLY WITH THE PROVISIONS OF THE LAW APPLICABLE TO SAID DESIGNATION.

namu.

4-25-96

ROBERT BORDELON