

P96000048582
HOFFMAN, LARIN AND AGNETTI, P.A.

HOFFMAN & LARIN *

JOHN B. AGNETTI
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ALSO MEMBER ILLINOIS BAR
ROBERT A. GOODMAN
MARTIN L. HOFFMAN
ALSO MEMBER NEW YORK BAR
CHRISTOPHER P. LANZA
ALSO MEMBER MASSACHUSETTS BAR
RICHARD L. LARIN

OF COUNSEL
HAROLD M. HOFFMAN
MEMBER NEW YORK &
NEW JERSEY BAR ONLY
RICHARD N. GOTLIB

Charter Section
Secretary of State
State of Florida
The Capital
Tallahassee, Florida 32304

LAW OFFICES
TRADENAME OF HOFFMAN, LARIN AND AGNETTI, P.A.
NORTH MIAMI BEACH OFFICE
100 NORTH MIAMI BEACH BOULEVARD
SUITE 201
MIAMI, FLORIDA 33162-3712
—
(305) 663-0600
TELEFAX (305) 640-0000

PLEASE REPLY TO:

MIAMI

May 28, 1996

FORT LAUDERDALE OFFICE
THE DIAZOTRUM BUILDING
1600 N.W. 40th STREET
SUITE 600
FORT LAUDERDALE
FLORIDA 33300-3770
(305) 764-2300

NEW YORK OFFICE
645 MADISON AVENUE
NEW YORK
NEW YORK 10022-1010
(212) 480-6322

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****70.00 ****70.00

RE: Articles of Incorporation
Carpet Technology, Inc.

Dear Sir/Madam:

We are inclosing for filing an original and a copy of the Articles of Incorporation for the above-named corporation.

If everything is in order, please cause the original of the Articles of Incorporation to be duly filed and please furnish us with a receipted copy thereof.

Also enclosed is our check in the amount of \$70.00 to cover the following costs:

filng fee	\$ 35.00
Registered Agent fee	\$ 35.00
<hr/>	
	\$ 70.00

Thank you for your attention to this matter.

Very truly yours,

HOFFMAN, LARIN & AGNETTI, P.A.

Scott R. Bugay, Esquire
For the Firm

SRB:ms:

Called Scott,
add suff. in.
add to add the name.
add to add

96 JUN -4 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

LEN JUN -7 1996

ARTICLES OF INCORPORATION
OR
CARPET TECHNOLOGY, INC.

FILED
96 JUN 4 AM 9:17
S. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation and its principal place of
business shall be: CARPET TECHNOLOGY, ^{Inc.} 1911 N.W. 3rd Avenue, Wilton
Manors, Florida 33311.

ARTICLE II

The corporation may engage in any activity or business
permitted under the laws of the United States and this State.

ARTICLE III

1. The maximum number of shares of stock which this
corporation is authorized to have outstanding at any time shall be
500 shares of common stock having \$1.00 par value.

2. The capital stock may be paid for with property,
labor or services, at a just valuation to be fixed by the
incorporators, or by the directors at a meeting called for such
purpose or at the organization meeting.

3. Property, labor or services may also be purchased
or paid for with the capital stock at a just valuation of said
property, labor or services, to be fixed by the directors of the
company. Stock in other corporations or going business may be
purchased by the corporation in return for the issuance of its
capital stock and said purchase shall be on such basis and for
such consideration and the issuance of so much of the capital

stock as the Directors of the company may decide.

ARTICLE IV

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE V

The existence of the corporation is perpetual.

ARTICLE VI

The name and street address of the initial registered agent of this corporation is: John O'Donnell, 1911 N.W. 3rd Avenue, Wilton Manors, Florida 33311.

ARTICLE VII

The business of the corporation shall be managed by a Board of Directors consisting of not less than one nor more than nine persons.

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors who, unless provided by the Articles of Incorporation, or by the By-Laws, shall hold office for the first year of the existence of the corporation, or until their successors are elected or appointed and have qualified, are as follows:

John O'Donnell, President/Director
1911 N.W. 3rd Avenue,
Wilton Manors, Florida 33311

ARTICLE IX

The names and street addresses of the parties signing the Articles of Incorporation as subscribers are:

John O'Donnell
1911 N.W. 3rd Avenue,
Wilton Manors, Florida 33311

ARTICLE X

The Board of Directors shall be elected at the annual meeting of the shareholders of the corporation by a majority vote of those shareholders attending said meeting in person or by proxy.

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

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII

The initial issue of stock shall be as follows:

John O'Donnell - 100 percent

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 22nd day of May, 1996.


John O'Donnell (SEAL)

ACKNOWLEDGEMENT:

Having been named initial Registered Agent for the above stated corporation, at the initial registered office designated, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, relative to keeping said office open.

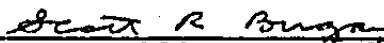

John O'Donnell, Registered Agent

STATE OF FLORIDA]

COUNTY OF BROWARD] ss:

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County aforesaid, personally appeared JOHN O'DONNELL, personally known to me to be the person who executed the foregoing Articles of Incorporation, or who produced Florida Drivers License as identification, and who acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 22nd day of May, 1996.



Notary Public, State of Florida
My Commission Expires:



FILED
96 JUN - 4 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA