

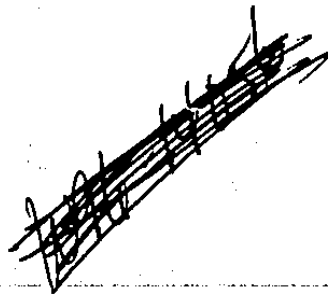
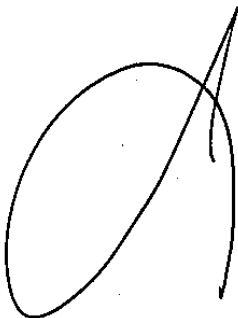
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ARTICLES OF INCORPORATION

Tile & Marble Distribution Center, Inc.
7800 N.W. 34th. St. Suite 102,
Miami, Florida 33122

FILED
96 JUL -8 AM 11: 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION

I, the undersigned subscriber of these Articles of Incorporation, a natural person, competent to contract, and desiring to form a corporation under the laws of the State of Florida, hereby certify as follows:

ARTICLE I

The name of the proposed corporation is: Tile & Marble Distribution Center,

ARTICLE II

This corporation shall have perpetual existence beginning on:

Date of Incorporation

ARTICLE III

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

ARTICLE IV

The maximum number of shares of stock which the corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock, with a par value of \$1.00 per share.

ARTICLE V

The street address of the initial registered office of this corporation shall be:

7800 N.W. 34th St. Suite 102,
Miami, Florida 33122

(The principal address and registered office address are the same)

or at such other place as may later be designed by the Board of Directors, with branch offices in such other cities, towns, states, or countries as may from time to time be authorized by its Board of Directors.

ARTICLE VI

The name of the initial registered agent of this corporation shall be:
Mr. Alfredo Garcia,

whose address shall be the address of the registered office of this corporation.

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TALLAHASSEE, FLORIDA

ARTICLE VII

The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time in the By-Laws, but shall never be less than one (1) nor more than five (5). The name and address of the initial director of this corporation is:

Alfredo Garcia,
7800 N.W. 34th St. Suite 102,
Miami, Florida 33122

ARTICLE VIII

The business of this corporation shall be conducted by a Board of Directors which shall consist of not less than one and not more than five as shall from time to time be designated in the By-Laws of this corporation, and a majority thereof shall constitute a quorum for the transaction of all business.

ARTICLE IX

The names and street addresses of each incorporator of this corporation are:

Mr. Alfredo Garcia
7800 N.W. 34th. St. Suite 102,
Miami, FL 33122

ARTICLE X

The By-Laws of this Corporation may be created, amended, or changed by either the stockholders or directors at any regular or duly scheduled special meeting.

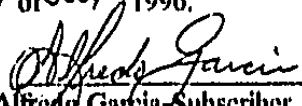
ARTICLE XI

This corporation shall have, in addition to a President, Vice-President, Secretary & Treasurer, such other additional officers as may be created from time to time, by and under the authorization of its By-Laws. A failure to elect a President, a Secretary or a Treasurer shall not affect the existence of the corporation.

ARTICLE XII

All officers, agents and factors shall be chosen in such manner, hold their offices, for such terms and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any two or more offices may be held by the same person.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these ARTICLES OF INCORPORATION this 3 day of July 1996.


Alfredo Garcia-Subscriber


STATE OF FLORIDA)
COUNTY OF DADE) SS

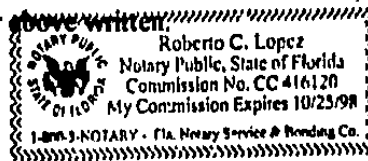
I HEREBY CERTIFY that on the 3 day of JULY, 1996 personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgments:

Alfredo Garcia

to me well known and known to be the person who executed the foregoing Articles of Incorporation, and acknowledged that he signed and executed the same for the uses and purposes herein stated.

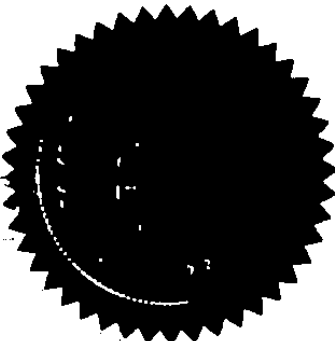
IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, County of Dade, State of Florida, at the day and year above written.


Notary Public, State of
Florida at Large



My Commission Expires:

This document was prepared by: Mr. Roberto C. Lopez
Koger Executive Center
8600 N.W. 53rd. Ter. Suite 107,
Miami, Florida 33166



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE
SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON
WHOM
PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act:

That Tile & Marble Distribution Center, Inc. desiring to organize under the laws of the State of Florida, and with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named:

Alfredo Garcia, located at 7800 N.W. 34th St. Suite 102, Miami, FL 33122, County of Dade, State of Florida, as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Alfredo Garcia
Registered Agent

FILED
96 JUL 18 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA