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NICKOLAS G. PETERSEN

ATTORNEY AT LAW
12 OLD FERRY ROAD
P.O. BOX 878
SHALIMAR, FLORIDA
32879

RESIDENCE TELEPHONE:
904-862-1979

TELEPHONE: 904-681-0384
FAX NUMBER: 681-8958

August 27, 1996

VIA FEDERAL EXPRESS

Honorable Sandra Barringer Mortham
Secretary of State
Division of Corporations
The Capitol Building
Post Office Box 6327
Tallahassee, Florida 32314

500001584855
-08/20/96--01073--006
***122.50 ***122.50

Re: Articles of Incorporation of
TREND-SETTERS TILE & MARBLE, INC.

Dear Sirs:

Enclosed for filing are the original Articles of Incorporation of TREND-SETTERS
TILE & MARBLE, INC., together with a firm check in the amount of \$122.50.
Also enclosed is a copy of the same to be certified and returned to this
office.

Thanking you in advance for your cooperation in this matter, I remain

Sincerely,

Missy Dycus

Missy Dycus
Legal Assistant to Nickolas G. Petersen

Enclosure as noted

corp:filling.itr

AUG 30 1996

BSB

FILED
96 AUG 29 PM 3:14
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TREND-SETTERS TILE & MARBLE, INC.

FILED
96 AUG 20 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural persons, at least eighteen (18) years of age, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation is TREND-SETTERS TILE & MARBLE, INC.

ARTICLE II

This corporation shall have perpetual existence unless sooner dissolved by law.

ARTICLE III

The purpose for which the corporation is organized are to provide tile, marble and other construction material.

This corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

This corporation is authorized to issue Seven Thousand Five Hundred (7500) shares, all of which shall be common shares with a par value of ONE DOLLAR (\$1.00).

ARTICLE V

If the holder of any share or shares of the stock of this corporation desires to dispose of the same or any part thereof, he shall not transfer or otherwise dispose of the same to any person unless and until he has first given the corporation the right to purchase said stock at book value or in the event the holder of said stock has a valid offer by a third party who is not a stockholder, then the corporation may purchase such stock provided the corporation is willing to pay same amount as Seller's best offer. Said notice shall be given in writing by the person desiring to dispose of such stock to the corporation and the corporation shall have fifteen (15) days in which to exercise its right to purchase. In the event that the corporation fails to exercise its right to purchase, such holder of any share or shares of the capital stock desiring to dispose of the same to any person unless and until he has first given the stockholders of the corporation the right to purchase the same as herein provided. The stockholder so desiring to dispose of all or any part of his stock shall give written notice of such desire to each of the other stockholders of the corporation at their addresses as shown on the books of the corporation, stating the number of shares he desires to sell. Each of the other stockholders shall be entitled to purchase an equal amount of the stock so offered for sale at book value unless there is a valid offer for the stock. In that event, the price shall be that of the valid offer. The stockholder shall then be entitled to purchase the stock provided the stockholder is willing to pay same amount as Seller's best offer

within fifteen (15) days after the service of such notice upon the last stockholder to be served. In the event that one or more of the stockholders does not desire to purchase his share of the stock offered for sale, his or their right to purchase shall inure to the benefit of the remaining other stockholders. In such notice to exercise their option to purchase the stock offered for sale, the other stockholders shall state the amount of such stock which they desire to purchase; and upon receipt of such notice of intention to purchase, the stockholder offering the stock for sale shall forthwith sell, assign, transfer and set over his share of stock to the stockholder or stockholders to whom the shares are so transferred in the proportionate amount requested by each, and the stockholders to whom the shares are so transferred shall at the same time pay to the Seller as and for the purchase price thereof all sums agreed to.

In the event that any one of the other stockholders desires to exercise his option to purchase as provided herein, such other stockholder shall have the right to purchase the entire amount of stock offered for sale. In the event that two of the other stockholders elect to purchase only a portion of the stock to which he is entitled, the remaining other stockholders shall have the right to purchase the balance of the stock to which he is entitled.

In the event that neither the corporation nor any of the stockholders elect to purchase such stock offered for sale, the holder thereof may sell and transfer the same within three (3) months from the date of giving such notice to such person at such price as he may see fit. Said person or

persons acquiring the same shall in his or their turn, hold such stock again subject to all the terms and conditions herein contained. If such sale shall be made again without giving notice and offering to the corporation and the other stockholders as herein provided.

ARTICLE VI

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

1900 Suite K, Highway 87
Navarre, Florida 32566

and the name of the initial registered agent of this corporation at that address is:

James B. Phillips
1900 Suite K, Highway 87
Navarre, FL 32566

The principal place of business shall be located at 1900 Suite K, Highway 87, Navarre, FL 32566.

ARTICLE VII

Any action of the stockholders of this corporation may be taken without a meeting if consent in writing, setting forth entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records. Such consent shall have the same force and effect as a unanimous vote of the stockholders.

ARTICLE VIII

The corporate existence shall commence on the filing date.

ARTICLE IX

The power to adopt, alter and amend or repeal the By-Laws shall be vested in the board of directors and the shareholders.

ARTICLE X

Members of the Board of Directors may participate in (special) meetings of the Board of Directors by means of conference telephone as provided by law, but (regular) meetings of the Board of Directors must be attended in fact in person by each director.

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 shall have four (4) directors initially. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are as follows:

James B. Phillips
2029 Coral Street
Navarre, FL 32566

Richard S. Hammac
3324 14th Avenue
Milton, FL 32583

Lori L. Phillips
2029 Coral Street
Navarre, FL 32566

Francis E. Ely
8131 Segura Street
Navarre, FL 32566

ARTICLE XIII

This corporation via the Board of Directors reserves the right to amend or repeal any provision(s) contained in these articles of incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIV

The names and addresses of the persons signing these Articles of Incorporation are as follows:

James B. Phillips
2029 Coral Street
Navarre, FL 32566

Richard S. Hammac
3324 14th Avenue
Milton, FL 32583

Lori L. Phillips
2029 Coral Street
Navarre, FL 32566

Francis E. Ely
8131 Segura Street
Navarre, FL 32566

IN WITNESS WHEREOF, we have subscribed our names this 27th day of August, 1996.


JAMES B. PHILLIPS

STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to take acknowledgements, personally appeared, **JAMES B.**

PHILLIPS, to me personally known, or having produced FDL P412-442583854, as identification, to be the person(s) described as Subscriber(s) in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he subscribed the same for the purposes therein expressed.

WITNESS my hand and official seal this 21st day of August, 1996.

Sherrell A. Dycus
NOTARY PUBLIC
My Commission Expires



SHERRELL A. DYCUS
MY COMMISSION # CC303905 EXPIRES
AUGUST 28, 1997
BONDED THRU TROY FARM INSURANCE, INC.

Lori L. Phillips
LORI L. PHILLIPS

STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to take acknowledgements, personally appeared, **LORI L. PHILLIPS**, to me personally known, or having produced P412-532-60-518-0 as identification, to be the person(s) described as Subscriber(s) in and who executed the foregoing Articles of Incorporation and she acknowledged to and before me that she subscribed the same for the purposes therein expressed.

WITNESS my hand and official seal this 27th day of Aug., 1996.



SHERRELL A. DYCUS
MY COMMISSION # CC303905 EXPIRES
AUGUST 28, 1997
BONDED THRU TROY FARM INSURANCE, INC.

Sherrell A. Dycus
NOTARY PUBLIC
My Commission Expires:

Richard S. Hammac
RICHARD S. HAMMAC

STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to take acknowledgements, personally appeared, **RICHARD S.**

HAMMAC, to me personally known, or having produced FL Dr Lic # H510-757-56-345-0 as identification, to be the person(s) described as Subscriber(s) in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he subscribed the same for the purposes therein expressed.

WITNESS my hand and official seal this 27th day of August, 1996.



NICKOLAS G. PETERSEN
MY COMMISSION # CC454366 EXPIRES
May 20, 1999
BONDED THIRD TROY FAIR INSURANCE, INC.

Nickolas G. Petersen
NOTARY PUBLIC
My Commission Expires:

Francis E. Ely
FRANCIS E. ELY

STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to take acknowledgements, personally appeared, **FRANCIS E. ELY**, to me personally known, or having produced FL Dr Lic # F 400-245-68-014-0 as identification, to be the person(s) described as Subscriber(s) in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he subscribed the same for the purposes therein expressed.

WITNESS my hand and official seal this 27th day of August, 1996.



NICKOLAS G. PETERSEN
MY COMMISSION # CC454356 EXPIRES
May 20, 1999
BONDED THIRD TROY FAIR INSURANCE, INC.

Nickolas G. Petersen
NOTARY PUBLIC
My Commission Expires:

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

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

FIRST - That TREND-SETTERS TILE & MARBLE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 1900 Suite K, Highway 87, Navarre, Florida 32566, Santa Rosa County, Florida, has named JAMES B. PHILLIPS, located at 1900 Suite K, Highway 87, Navarre, Florida 32566 as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated corporation at the 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.


JAMES B. PHILLIPS

FILED
96 AUG 28 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PA6000072569

Lori L. Phillips
Requestor's Name

1900 S. Hwy 87 Suite 1K
Address

Navarre FL 32566
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input checked="" type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

700002297747--7
-09/19/97--01030--007
*****35.00 *****35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 SEP 19 AM 10:02

FILED

Examiner's Initials

See 9/24

Florida Department of State, Sandra B. Mortham, Secretary of State

*** FILING FEE: \$35.00 ***

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Tread-Setters Tile & Marble, Inc.
2. The mailing address of the corporation is: 1900 S Hwy 87 Suite K
Navarre FL 32566
3. Date of incorporation/qualification: 8-28-96 Document number: P 9600072569
4. The name and address of the current registered agent and office:

James B. Phillips
1900 S Hwy 87 Suite K
Navarre FL 32566

5. The name and address of the new registered agent and office: (P. O. Box Not Accepted)

Lori L. Phillips
1900 S. Hwy 87 Suite K
Navarre FL 32566

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature]
(Signature of an officer, chairman or vice chairman of the board)

9-10-97
(Date)

Richard S. Hammac / V. Pres.
(Printed or typed name and title)

9-10-97
(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

[Signature]
(Signature of Registered Agent)

9-10-97
(Date)

If signing on behalf of an entity:

Lori L. Phillips
(Typed or Printed Name)

(Capacity)