

**FLORIDA MANAGEMENT SERVICES**  
INDEPENDENT ACCOUNTANTS IN PUBLIC PRACTICE

P96000073384

08/27/96

Florida Department of State  
Corporate Records  
P. O. Box 6327  
Tallahassee, Florida 32301

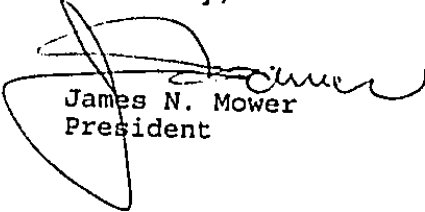
Re: Incorporation Application - PRESTIGIOUS WALLCOVERING, INC.

Attached are the Articles of Incorporation for the above  
referenced Corporation and the necessary filing fees as follows:

Filing fees:	\$35.00	2000013353-12
Designation of Registered Agent:	\$35.00	-08/29/96--01077--010
Certified Copy:	\$52.50	***122.50 ***122.50
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	\$122.50	
	*****	

Please send the certified copy of the articles to the address  
below.

Sincerely,

  
James N. Mower  
President

95-96  
TD

5201 West Kennedy Blvd., Suite 530, Tampa, Florida 33609  
Tel. (813) 870-3292 ~ Fax (813) 286-9604

ARTICLES OF INCORPORATION  
OF  
PRESTIGIOUS WALLCOVERING, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME AND ADDRESS

The name and principal address of the corporation shall be:

PRESTIGIOUS WALLCOVERING, INC.

723 Redondo Drive  
Brandon, Florida 33511

ARTICLE II. NATURE OF BUSINESS

The corporation may engage or transact in 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 7,500 shares of common stock having a par value of \$1 per share.

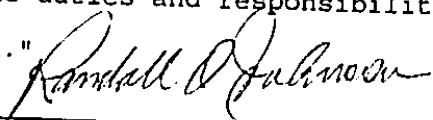
ARTICLE IV. REGISTERED AGENT ADDRESS

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

723 Redondo Drive  
Brandon, Florida 33511

The name and written acceptance of the initial registered agent of the corporation at that address is as follows:

"I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation."

  
Randall O. Johnson

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

The corporation shall have two directors, initially. The name and street address of the initial members of the Board of Directors are:

Director

Randall O. Johnson  
723 Redondo Drive  
Brandon, Florida 33511

Director

Lisha M. Johnson  
723 Redondo Drive  
Brandon, Florida 33511

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President

Randall O. Johnson  
723 Redondo Drive  
Brandon, Florida 33511

Secretary

Lisha M. Johnson  
723 Redondo Drive  
Brandon, Florida 33511

ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

Randall O. Johnson  
723 Redondo Drive  
Brandon, Florida 33511

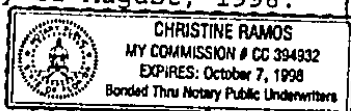
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 15th day of August, 1996.

*Randall O. Johnson*

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 15th day of August, 1996.

*22nd*



*Christine Ramos*  
Notary Public, State of Florida