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ROBERTS & LAW, P.A.

ATTORNEYS AT LAW

250 S. MAIN AVENUE

GROVELAND, FLORIDA 34736-0057

JULIA R. LAW
OF COUNSEL
ARTHUR E. ROBERTS

MAILING ADDRESS
P.O. BOX 57
TELEPHONE: 352/429-2183
FAX: 352/429-3035

September 24, 1996

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

900001958959
-09/27/96--01039--012
***122.50 ***122.50

Re: Mascotte Floor Shoppe, Inc.

Gentlemen:

Relative to the subject new corporation, enclosed please find the original and one copy of the articles of incorporation, which I would appreciate your filing and returning the copy to me certified.

Also enclosed is my trust account check in the amount of \$122.50, representing the \$35.00 filing fee, \$52.50 for certified copy, and \$35.00 for registered agent fee.

Thanking you for your assistance in this matter, I remain

Sincerely,

Julia R. Law
JULIA R. LAW

JRL/bs

Enclosures

FILED
96 SEP 26 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESLER SEP 30 1996

FILED
96 SEP 26 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MASCOTTE FLOOR SHOPPE, INC.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby sets forth their intention to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is MASCOTTE FLOOR SHOPPE, INC.

ARTICLE II

This corporation shall exist perpetually.

ARTICLE III

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V

The registered office of this corporation in the State of Florida is 55-B Bluff Lake Road, Mascotte, Florida 34753. The Registered agent for this corporation at this address is JEFFORY SCHOENTHALER. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI

The corporation shall have two directors initially, whose names and address are:

JEFFORY SCHOENTHALER
105 West Division Street
Clermont, Florida 34711

JACK SCHOENTHALER
81 North Carol Avenue
Mascotte Florida 34753

ARTICLE VII

The name and address of the incorporators of this corporation are:

JEFFORY SCHOENTHALER
105 West Division Street
Clermont, Florida 34711

JACK SCHOENTHALER
81 North Carol Avenue
Mascotte, Florida 34753

ARTICLE VIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a three-quarters majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE IX

Shares of stock in this corporation may be transferred only as provided in the By-Laws of the corporation existing and in force at the time such transfer is desired.


JEFFORY SCHOENTHALER


JACK SCHOENTHALER

STATE OF FLORIDA
COUNTY OF LAKE

I HEREBY CERTIFY THAT ON THIS DAY BEFORE ME, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared JEFFORY SCHOENTHALER and JACK SCHOENTHALER, who are personally known to me to be the incorporators in the foregoing Articles of Incorporation, and acknowledged that they subscribed to these Articles of Incorporation

WITNESS my hand and seal in the County and State named above this
23rd day of September, 1996.

Beverly S. Staples
Notary Public



BEVERLY S. STAPLES
MY COMMISSION # 00438088 EXPIRES
January 15, 1998
BONDED THRU TROY FARM INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND NAMES
AND ADDRESSES OF THE OFFICERS AND DIRECTORS.**

MASCOTTE FLOOR SHOPPE, INC., a corporation organized
(or organizing) under the laws of the State of Florida, with its principal
office at 55-B Bluff Lake Road, in the City of Mascotte
County of Lake, State of Florida, has named
JEFFORY SCHOENTHALER, located at 105 West Division Street,
in the City of Clermont, County of Lake, State
of Florida, as its agent to accept service of process within this state.

81 North Carol Avenue
Mascotte, Florida 34753

81 North Carol Avenue
Mascotte, Florida 34753

Registered Agent JEFFORY SCHOENTHALER

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: MASCOTTE FLOOR SHOPPE, INC.

2. The name and address of the registered agent and office is:

NAME: JEFFORY SCHOENTHALER

ADDRESS: 55-B BLUFF LAKE ROAD
MASCOTTE, FL 34753

FILED
26 SEP 26 AM 8:05
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



JEFFORY SCHOENTHALER

Dated: 9-23-96