

P97000003038

STATE OF FLORIDA  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FL 32314

JANUARY 2, 1997

DEAR SIRs:

ENCLOSED PLEASE FIND THE ARTICLES OF INCORPORATION FOR:

**TILEMAX OF MIAMI, INC.**

PLUS A CHECK FOR \$122.50 FOR THEIR FILING WITH YOUR DIVISION.

YOU CAN SEND THE COPY TO:

JUAN ROCA  
8145 S.W., 133RD STREET  
MIAMI, FL 33156

400002047234--2  
-01/07/97--01024--012  
\*\*\*\*122.50 \*\*\*\*122.50

SINCERELY,

  
JUAN ROCA  
REGISTERD AGENT

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JAN -6 PM 12:09

of 1/13/97

**ARTICLES OF INCORPORATION  
OF  
TILEMAX OF MIAMI, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JAN -6 PM 12: 09

THE UNDERSIGNED, HAS EXECUTED THE FOLLOWING DOCUMENT AS INCORPORATOR OF THE ABOVE NAMED CORPORATION, A CORPORATION ORGANIZED UNDER THE LAW OF THE STATE OF FLORIDA, AND ALL RIGHTS, DUTIES AND OBLIGATIONS OF THE UNDERSIGNED AS INCORPORATOR, AND THOSE OF THE CORPORATION, ARE TO BE DETERMINED IN ACCORDANCE WITH THE LAW OF THE STATE OF FLORIDA.

**ARTICLE I**

THE NAME OF THIS CORPORATION SHALL BE: TILEMAX OF MIAMI, INC.

**ARTICLE II**

THIS CORPORATION SHALL COMMENCE EXISTENCE UPON THE FILING OF THESE ARTICLES OF INCORPORATION BY THE DEPARTMENT OF STATE, STATE OF FLORIDA, AND SHALL HAVE PERPETUAL EXISTENCE.

**ARTICLE III**

THE GENERAL NATURE OF THE BUSINESS AND OBJECTS AND PURPOSE TO BE TRANSACTED AND CARRIED ON BY THIS CORPORATION ARE TO DO ANY AND ALL OF THE THINGS HEREIN MENTIONED, AS FULLY AND TO THE SAME EXTENT AS NATURAL PERSONS MIGHT DO, VIZ.:

- (A) TRANSACT ANY AND ALL LAWFUL BUSINESS.
- (B) SAID CORPORATION SHALL FURTHER HAVE POWER:

TO HAVE PERPETUAL SUCCESSION BY ITS CORPORATE NAME;

TO SUE AND BE SUED, COMPLAIN, AND DEFEND IN ITS CORPORATE NAME IN ALL ACTIONS OR PROCEEDINGS;

TO HAVE A CORPORATE SEAL, WHICH MAY BE ALTERED AT PLEASURE, AND TO USE THE SAME BY CAUSING IT, OR A FACSIMILE THEREOF, TO BE IMPRESSED, AFFIXED, OR IN ANY OTHER MANNER REPRODUCED;

TO PURCHASE, TAKE, RECEIVE, LEASE, OR OTHERWISE ACQUIRE, OWN, HOLD, IMPROVE, USE, AND OTHERWISE DEAL IN AND WITH REAL OR PERSONAL PROPERTY OR ANY INTEREST THEREIN, WHEREVER SITUATED;

TO SELL, CONVERT, MORTGAGE, PLEDGE, CREATE A SECURITY INTEREST IN, LEASE, EXCHANGE, TRANSFER, AND OTHERWISE DISPOSE OF ALL OR ANY PART OF ITS PROPERTY AND ASSETS;

TO LEND MONEY TO, AND USE ITS CREDIT TO ASSIST, ITS OFFICERS AND EMPLOYERS IN ACCORDANCE WITH FLORIDA STATUTE §607.141;

TO PURCHASE, TAKE, RECEIVE, SUBSCRIBE FOR, OR OTHERWISE ACQUIRE, OWN, HOLD, VOTE, USE, EMPLOY, SELL, MORTGAGE, LEND, PLEDGE, OR OTHERWISE DISPOSE OF, AND OTHERWISE USE AND DEAL IN AND WITH, SHARE OR OTHER INTEREST IN, OR OBLIGATION OF, OTHER DOMESTIC OR FOREIGN CORPORATIONS, ASSOCIATIONS, PARTNERSHIPS, OR INDIVIDUALS, OR DIRECT OR INDIRECT OBLIGATIONS OF THE UNITED STATES OF AMERICA OR OF ANY OTHER GOVERNMENT, STATE, TERRITORY, GOVERNMENTAL DISTRICT, OR OF ANY INSTRUMENTALITY THEREOF;

TO MAKE CONTRACTS AND GUARANTIES AND INCUR LIABILITIES, BORROW MONEY AT SUCH RATES OF INTEREST AS THE CORPORATION MAY DETERMINE, ISSUE ITS NOTES, BONDS, AND OTHER OBLIGATIONS, AND SECURE ANY OF ITS OBLIGATIONS BY MORTGAGE AND PLEDGE OF ALL OR ANY OF ITS PROPERTY, FRANCHISES, AND INCOME;

TO LEND MONEY FOR ITS CORPORATE PURPOSES, INVEST AND REINVEST ITS FUNDS, AND TAKE AND HOLD REAL PROPERTY AS SECURITY OF THE PAYMENT OF FUNDS SO LOANED OR INVESTED;

TO CONDUCT ITS BUSINESS, CARRY ON ITS OPERATIONS, AND HAVE OFFICES AND EXERCISE THE POWERS GRANTED BY THIS ACT WITHIN OR WITHOUT THIS STATE;

TO ELECT OR APPOINT OFFICERS AND AGENTS OF THE CORPORATION AND DEFINE THEIR DUTIES AND FIX THEIR COMPENSATION;

TO MAKE AND ALTER BY-LAWS, NOT INCONSISTENT WITH ITS ARTICLES OF INCORPORATION OR WITH THE LAW OF THIS STATE, FOR THE ADMINISTRATION;

TO MAKE DONATIONS FOR THE PUBLIC WELFARE OR FOR CHARITABLE, SCIENTIFIC, OR EDUCATIONAL PURPOSE;

TO TRANSACT ANY LAWFUL BUSINESS WHICH THE BOARD OF DIRECTORS SHALL FIND WILL BE IN AID OF GOVERNMENTAL POLICY;

TO PAY PENSIONS AND ESTABLISH PENSION PLANS, PROFIT SHARING PLANS, STOCK BONUS PLANS, STOCK OPTIONS PLANS, AND OTHER INCENTIVE PLANS FOR ANY OR ALL OF ITS DIRECTORS, OFFICERS, AND EMPLOYEES AND FOR ANY OR ALL OF THE DIRECTORS, OFFICERS AND EMPLOYEES OF ITS SUBSIDIARIES;

TO BE A PROMOTER, INCORPORATOR, PARTNER, MEMBER, ASSOCIATE, OR MANAGE OF ANY CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST, OR OTHER ENTERPRISE;

TO HAVE AND EXERCISE ALL POWER NECESSARY OR CONVENIENT TO EFFECT ITS PURPOSE;

TO INDEMNIFY ANY PERSON WHO BY REASON OF THE FACT THAT HE IS OR WAS A DIRECTOR, OFFICER, EMPLOYEE OR AGENT OF THE CORPORATION TO THE FULL EXTENT AS PERMITTED BY FLORIDA STATUTE S607.014;

#### ARTICLE IV

THE AGGREGATE NUMBER OF SHARES WHICH THIS CORPORATION SHALL HAVE THE AUTHORITY TO ISSUE IS THE TOTAL SUM OF 500 SHARES, EACH HAVING AN INDIVIDUAL PAR VALUE OF \$1.00

UNLESS OTHERWISE STATED IN THIS ARTICLE, OR IN AN AMENDMENT TO THIS ARTICLE, THERE SHALL BE ONLY ONE (1) CLASS OF STOCK OF THIS CORPORATION.

#### ARTICLE V

I AM HEREBY FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR THIS CORPORATION;

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION SHALL BE:

JUAN ROCA  
8145 S.W., 133RD STREET  
MIAMI FL 33156

\_\_\_\_\_  
REGISTERED AGENT SIGNATURE

**ARTICLE VI**

THE INITIAL BOARD OF DIRECTORS SHALL CONSIST OF A TOTAL OF ONE (1) PERSON AND THE NAME AND ADDRESS OF THE PERSON WHO IS TO SERVE AS THE INITIAL DIRECTOR IS:

JUAN ROCA  
8145 S.W., 133RD STREET  
MIAMI FL 33156

**ARTICLE VII**

THE ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IS:

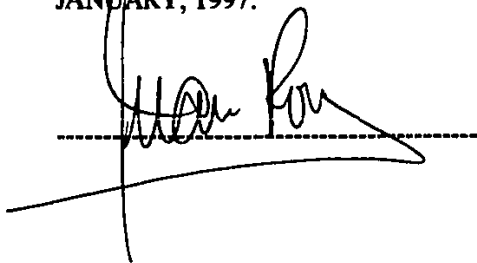
8145 S.W., 133RD STREET  
MIAMI FL 33156

**ARTICLE VIII**

THE NAME AND ADDRESS OF THE INCORPORATOR EXECUTING THESE ARTICLES OF INCORPORATION IS:

JUAN ROCA  
8145 S.W., 133RD STREET  
MIAMI FL 33156

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 02 DAY OF JANUARY, 1997.

A handwritten signature, appearing to be "Juan Roca", is written over a horizontal dashed line. A long, sweeping horizontal line extends from the left side of the signature across the page.

**ARTICLES OF INCORPORATION  
OF  
TILEMAX OF MIAMI, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 JAN -6 PM 12: 09

STATE OF FLORIDA (✓)  
COUNTY OF DADE (✓)

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE  
ACKNOWLEDGMENTS IN THE STATE AND COUNTY SET FORTH ABOVE,  
PERSONALLY APPEARED JUAN ROCA, KNOWN TO ME TO BE THE PERSON  
WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE  
ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THESE ARTICLES OF  
INCORPORATION.

IN WITNESS THEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY  
OFFICIAL SEAL IN THE STATE AND COUNTY AFORESAID, THIS 2 DAY OF  
January, 1997.

*Cristina Salgado*

