LETTER OF TRANSMITTAL

DATE:

MAY 1,1997

SECRETARY OF STATE DIVISION OF CORPORATIONS P.O. BOX 6327

800002189438--3 -05/23/97--0027--016

****122.50 ****122.50

TALLAHASSEE, FL. 32314

RE:

G & T TILE INC.

GENTLEMEN:

ENCLOSED PLEASE FIND THE ORIGINAL AND ONE COPY OF THE ARTICLES OF INCORPORATION TOGETHER WITH A CHECK IN THE AMOUNT OF 122.50.

THIS REPRESENTS THE COST OF FILING FEES. FIND INCLOSED $\stackrel{\sim}{\sim}$ CERTIFIED COPY OF ARTICLES OF INCORORATION AND FEES FOR REGISTERED AGENT DESIGNATION FOR THE ABOVE NAMED CORPORATION.

> VERY TRULY YOURS. TIM PASTRANA

(individual's name)

lela.

MAILING ADDRESS OF CORPORATION 3271-3 ROYAL CANADIAN TR.

FT. MYERS ~----------------

, FL 33907

PHONE NUMBER

(941) 910-4570

ARTICLES OF INCORPORATIONS

OF

G & T TILE INC.

NAME OF CORPORATION

THE UNDERSIGNED SUBSCRIBER (S) TO THESE ARTICLES OF INCORPORATION. NATURAL PERSON (S) COMPETENT TO CONTRACT. HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I- CORPORATE NAME THE NAME OF THE CORPORATION IS : G & T TILE INC

ARTICLE II - DURATION
THE CORPORATION SHALL EXIST PERPETUALLY UNLESS DISSOLVED ACCORDING TO FLORIDA LAW.

ARTICLE III - PURPOSE
THE CORPORATION IS ORGANISED FOR THE PURPOSE OF
ENGAGING IN ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE
LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE IV - CAPITAL STOCK
THE CORPORATION IS AUTHORIZED TO ISSUE 100 SHARES
(100) OF COMMON STOCK 100 dollars (100) PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGN "COMMON SHARES)."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT GENE IRVINE THE PRINCIPAL OFFICE. IF KNOWN, OR THE MAILING ADDRESS OF THE CORPORATION IS: G & T TILE, INC.

GENE IRVINE
ADDRESS: 3271-3 ROYAL CANADIAN TR
FT. MYERS , FL. 33907

THIS CORPORATION SHALL HAVE TWO (2) DIRECTORS OR MORE INITIALLY. THE NUMBER OF DIRECTORS MAY EITHER INCREASED OR DIMINISED FROM TIME TO TIME BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE NAMES AND ADDRESS OF THE INITIAL DIRECTORS OF THE CORPORATION ARE AS FOLLOWS:

NAME TI M PASTRANA

ADDRESS 3271-3 ROYAL CANADIAN TR FORT MYERS, FL. 33907

NAME GENE IRVINE

ADDRESS: 3271-3 ROYAL CANADIAN TR. FT. MYERS, FL 33907

NAME

ARTICLE VII - INCORPORATIONS:

THE NAME AND ADDRESS OF THE INCORPORATORS SIGNING THE ARTICLES OF THE INCORPORATION THIS - FIRST DAY

OF MAY , 1997

TR

(SEAL)

The Same Fr

TIM PASTRANA PRES 3271-3 ROYAL CANADIAN T FT.MYERS, FL 33907

GENE IRIVINE 3271-3 ROYAL CANADIAN FT MYERS, FL 33907

REG. AGENT GENE IRVINE

3271-3 ROYAL CANADIAN TR FT. MYERS, FL. 33907

MAY 1,1997

STATE OF FLORIDA COUNTY OF LEE

BEFORE ME, A NOTARY PUBLIC, AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE. PERSONALL APPEARED:

TIM PASTRANA AND GENE IRVINE
KNOWN TO ME AND KNOWNED TOBE THE PERSON(S) WHO EXCUTED
THE FOREGOING ARTICLES OF INCORPORATION, AND WHO
ACKNOWLEDGED BEFORE ME THAT THEY EXCUTED THESE ARTICLES
OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO AFFIXED MY HAND AND SEAL. IN THE STATE AND COUNTY AFORESAID, THIS 1ST,

DAY OF MAY, 1997

peggy y. www.liams notary

STATE OF THE STATE

PEGGY J WILLIAMS My Commission CC471226 Expires Jul. 18, 1999 Bonded by ANB 800-852-5878

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTED AGENT

CERTIFICATE OF REGISRERED AGENT OF

G & T TILE, INC.

Name of corporation

PURSUANT TO FLORIDA STATUTES SECTION 48.091 AND 607.0501.
THE FOLLOWING IS SUBMITTED:

G & T TILE, INC.
THE ABOVE CORPORATION DESIRING TO ORGANIZE UNDER THE
LAWS OF THE STATE OF FLORIDA. WITH ITS REGISTERED
OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION
32 71-3 ROYAL CANADIAN TR

FT.MYERS , FL. 33907

GENE IRVINE

ACKNOWLEDGEMENT

GENE IRVINE

HAVING BEEN NAMED AS REGISTED AGENT TO ACCEPT SERVICE OF PROCESS FOR TH ABOVE STATED CORPARATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, AND BEING FAMILIAR WITH OBLIGATIONS OF THAT POSITION. I HEREBY ACCEPT TO ACT IN IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF FLORIDA LAW IN KEEPING OPEN SAID OFFICE.

GENE 1RVINE

(name of registered agent)

07 Hr. 123 PH 3: 23