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ARTICLES OF INCORPORATION

OF

TILE MARKET OF NAPLES, INCORPORATED.

The undersigned hereby adopts the following Articles of incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE 1 - NAME

The name of this Corporation is **TILE MARKET OF NAPLES, INC.** Corporations's principal mailing address is:

Terra Plaza, 6500 West Rogers Circle, Suite 8000 Boca Raton, Fl 33487

ARTICLE II - COMMENCEMENT AND DURATION

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these article of incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III - PURPOSE

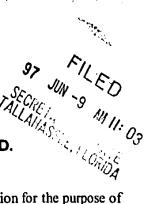
The purpose of this corporation is to engage in any activities or business permitted under Laws of the United States of America and State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is 5,000 shares of common stock having a value of \$1,00 per share

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENCY

The initial registered office of this Corporation shall be 6500 West Rogers circle, Suite 8000, Boca Raton, Fl 33487 and the initial registered agent of this Corporation at such office shall be BRENT A. SOYSAL, who upon accepting this designation agree to comply with the provisions of section 48.091, Florida Statute as amended from time to time, with respect to keeping an office open for service of process.



ARTICLE VI - INITIAL BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and the affairs of the Corporation shall be managed under the direction of, the Board of Directors. The initial Board of Directors shall consist of two members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall number of the directors be less than one (1). The name and the address constituting the initial Board of Directors are:

Arnold Van der Mast 2403 Howard drive Winter Park, Fl 32789

Brent A. Soysal 3459 Pine Haven Circle Boca Raton, Fl 33431

ARTICLE VII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extend permitted by law.

ARTICLE VIII - AMENDMENT

This Corporation reserves the right to amend any provision contained in these Articles of Incorporation. Any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE IX - INCORPORATION

The name and the street address of the person signing these Articles of Incorporation is:

Brent A. SOYSAL 3459 Pine Haven Circle Boca Raton, Fl 33431

IN WITNESS WHEREOF, the undersigned as incorporator, hereby executes these Articles of Incorporation this 54h day of June, 1997.

Brent A. SOYSAL

STATE OF FLORIDA COUNTY OF PALM BEACH

The foregoing Articles of Incorporation of TILE MARKET OF NAPLES, INCORPORATED were acknowledged before me on this 5-1. Day of June 1997, by Brent A. SOYSAL as incorporator.

My Commission Expires:

CCTOBER 4, 1499

MIGUEL ANGEL SANMIGUEL NOTARY PUBLIC, STATE OF FLORIDA My Commission Expires October 4, 1999 Commission & GC 499452

'ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for TILE MARKET OF NAPLES, INCORPORATED, at the place designated in the Articles of Incorporation, Brent A. SOYSAL agrees to act in this capacity, and agrees to comply with the Provisions of Section 48.091 relative to keeping open such office.

Date: 6/5/97

Brent A. SOYSAL

SUBSCRIBED AND SWORN before me this 54 Day of June, 1997.

Notary Public

My Commission Expires

OCTOBER 4, 1999

MIGUEL ANGEL SANMIGUEL NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires October 4, 1999
Commission # CC 499452

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