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JUAN D. CALVO, P.A.
COMPU-ACCOUNTING & TAX SERVICE
221 EAST 9TH. ST.
HIALEAH, FL 33010

June 25th. 1997.

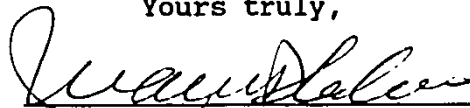
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. Box 6327
TALLAHASSEE, FL 32314

FILED
97 JUN 30 AM 9 49
TALLAHASSEE, FLORIDA

Enclosed please find the Articles of Incorporation for VERSATILE FLOORING INC. a for profit corporation, I am also including check for \$78.75 to cover the expenses.

We will appreciate very much a prompt processing of this corporation. If any questions should arise, please do not hesitate to get in touch with me.

Yours truly,


Juan D Calvo, P.A.

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*****78.75 *****78.75

EFFECTIVE DATE

7-1-97

QN 7-1-97

ARTICLES OF INCORPORATION
OF

VERSATILE FLOORING INC.

ARTICLE ONE

NAME

The name of this Corporation shall be:

VERSATILE FLOORING INC.

The principal place of business of this Corporation shall be:

3860 WEST 10TH. DR.
HIALEAH, FL 33012

ARTICLE TWO

NATURE OF BUSINESS

This Corporation may engage in any business activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE THREE

TERM OF EXISTENCE

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is: July 1st. 1997.

ARTICLE FOUR

MINIMUM CAPITAL

The amount of capital with which the Corporation shall begin business shall not be less than Five Hundred Dollars (\$500.00), or such greater amount as may be required by law.

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97 JUN 30 AM 9 49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

7-1-97

ARTICLE FIVE

OFFICERS DIRECTORS

The names and street addresses of the initial officers and directors who shall hold office the first year of the corporation's existence or until their successors are elected, are:

Name	Title	Address	
CARLOS REGUEIRA	P/T/D	3860 WEST 10TH. DR. HIALEAH,	FL 33012
BLAS GARCIA	VP/S/D	3860 WEST 10TH. DR. HIALEAH,	FL 33012

ARTICLE SIX

AMENDMENT

These Articles of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

ARTICLE SEVEN

CAPITAL STOCK

This Corporation is authorized to issue shares of stock as follows:

A. Designation: The stock of this Corporation shall be known as Common Stock.

B. Authorized: The maximum number of shares of Common Stock that this Corporation may issue is: 200

C. Par Value: Each share of Common Stock shall have the par value of: \$10.00

D. Consideration: Shares of Common Stock may be issued in exchange for cash, real property, labor or services rendered, or any combination of the foregoing. In the absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.

E. Non-assessability: Each share of Common Stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.

F. Voting Rights: Each share of Common Stock shall entitle the record holder thereof to one vote upon each proposal presented at meetings of the stockholders of the Corporation.

cont'd ARTICLE SEVEN CAPITAL STOCK

G. Cumulative Voting: No holder of Common Stock shall be entitled to any right of cumulative voting.

H. Dividends: Record holders of Common Stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.

I. Liquidation Rights: Holders of Common Stock are entitled, in the event of the liquidation or dissolution of this Corporation, to receive their pro-rata share of any assets of this Corporation remaining after payment of all corporate debts and obligations.

ARTICLE EIGHT

INCORPORATORS

The name and street address of the incorporator to these articles of incorporation is:

CARLOS REGUEIRA

3860 WEST 10TH. DR.
HIALEAH, FL 33012

IN WITNESS WHEREOF, the undersigned incorporator has have executed these Articles of Incorporation this 25th., day of June 1997.

Signature of Incorporator

Carlos Regueira

STATE OF FLORIDA)

COUNTY OF DADE)

THE FOREGOING instrument was acknowledged and sworn to before me this 25th. day of June 1997, by C. Regueira, personally known to me, (Incorporator) of VERSATILE FLOORING INC.

Juan D. Calvo
NOTARY PUBLIC STATE OF FLORIDA
AT LARGE

My commission expires: 3/4/98



CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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: VERSATILE FLOORING INC.
2. The name and address of the registered agent and office is:

BLAS GARCIA
3860 WEST 10TH. DR.
HIALEAH, FL 33012

Carlos A. Regueiro

TITLE: President

DATE: June 25th 1997.

FILED
97 JUN 30 AM 9 49
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
DADE COUNTY, FLORIDA

EFFECTIVE DATE
7-1-97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Blas Garcia

Registered Agent

DATE: June 25th. 1997.