

P97000057989

James J. Phillips, Jr.
6339 Land O'Lakes Boulevard
Land O'Lakes, FL 34639
813/996-7764

FILED
97 JUN 30 AM 11:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 21, 1997

State of Florida - Secretary of State
Division of Corporations
409 East Gains Street
Tallahassee, FL 32399
TEL: 904/488-9000

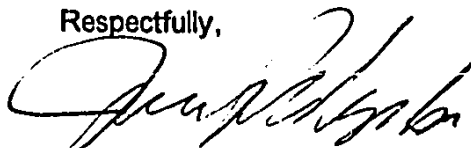
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*****70.00 *****70.00

RE: *Phillips Carpets Inc.*
Articles of Incorporation

Enclosed are two original sets of the Articles of Incorporation and Certificate Designating Registered Agent and Office for Phillips Carpets, Inc., and check in amount of \$70.00 to cover the cost of filing same. After processing, please return one copy noting the filing date to the above listed address.

Should you have any questions or require further information, do not hesitate to contact the undersigned.

Respectfully,


JAMES J. PHILLIPS, JR.

JJP/svp

Enclosures: a/s

JN 7-2-97

ARTICLES OF INCORPORATION

OF

PHILLIPS CARPETS, INC.

FILED

97 JUL 30 11:54

CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

The undersigned subscribed to these Articles of Incorporation, desiring to form a Corporation under the laws of the State of Florida, does hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and does hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

**ARTICLE I
NAME**

The name of the corporation is: Phillips Carpets, Inc.

**ARTICLE II
DURATION**

This corporation shall have perpetual existence commencing with the execution of these Articles of Incorporation, unless terminated earlier.

**ARTICLE III
PURPOSES AND POWERS**

This corporation is organized for the purpose of transacting any and all lawful business permitted to a corporation under the Florida General Corporation Law, as in effect from time to time.

**ARTICLE IV
CAPITAL STOCK**

This amount of capital stock authorized shall consist of One Hundred (100) Shares of common voting stock having a par value of One Dollar (\$1.00) each.

ARTICLES OF INCORPORATION

OF

PHILLIPS CARPETS, INC.

**ARTICLE V
RESTRICTIONS ON TRANSFER**

The Board of Directors may in its discretion, include, within the By-Laws of the corporation restrictions on the transfers of shares of stock in the corporation.

**ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE**

The initial registered office of this corporation is 6339 Land O'Lakes Boulevard, Land O'Lakes, Florida, 34639, 813/996-7764 and the name of the initial registered agent is JAMES J. PHILLIPS, JR. The principal office and registered office are identical.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by actions in accordance with the provisions of the By-Laws. The names and addresses of the initial directors of this corporation are as follows:

James J. Phillips, Jr.
12747 Lussier Lane
Brooksville, FL 34610
813/996-1494

Sherree V. Phillips
12747 Lussier Lane
Brooksville, FL 34610
813/996-1494

ARTICLES OF INCORPORATION

OF

PHILLIPS CARPETS, INC.

**ARTICLE VIII
MEETINGS**

The shareholders and directors of this corporation shall meet at last once annually at the corporation's principal office on the annual date of execution of these Articles, or at such other time and place as may be provided in the By-Laws.

**ARTICLE IX
OFFICERS**

The corporation shall have two (2) officers initially with such duties as shall be prescribed in the By-Laws. The offices and initial officers in this corporation are as follows:

President	James J. Phillips, Jr. 12747 Lussier Lane Brooksville, FL 34610
Secretary/Treasurer	Sherree V. Phillips 12747 Lussier Lane Brooksville, FL 34610

**ARTICLE X
BY-LAWS**

The Board of Directors may adopt and amend By-Laws for the corporation as provided in the Florida General Corporation Law, by majority vote of all the directors.

**ARTICLE XI
INCORPORATOR**

The name and address of the incorporator of this corporation is:

James J. Phillips, Jr.
12747 Lussier Lane
Brooksville, FL 34610
813/996-1494

ARTICLES OF INCORPORATION


OF

PHILLIPS CARPETS, INC.

**ARTICLE XII
INDEMNIFICATION**

The corporation shall indemnify any officer, director, or employee of the corporation, or any former officer, director or employee of the corporation, to the fullest extent permitted by and set forth in Florida General Corporation law.

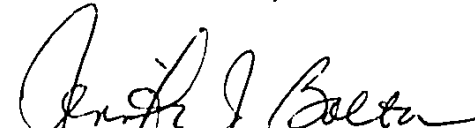
IN WITNESS WHEREOF, the undersigned incorporator has hereunto subscribed his name this 17th day of April, 1997.


JAMES J. PHILLIPS, JR.

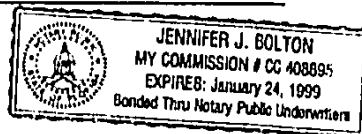
**STATE OF FLORIDA
COUNTY OF PASCO**

Before me appeared James J. Phillips, Jr., to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above on this 17 day of April, 1997.


NOTARY PUBLIC

JENNIFER J. BOLTON



ARTICLES OF INCORPORATION

OF

FILED

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PHILLIPS CARPETS, INC.

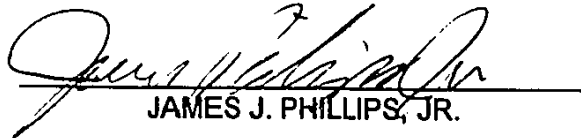
STATE
FLORIDA

**CERTIFICATE DESIGNATING REGISTERED
AGENT AND OFFICE**

In compliance with Sections 48.091 and 607.0501(3) Florida Statutes, the following is submitted;

That **PHILLIPS CARPETS, INC.**, desiring to organize and qualify as a corporation under the laws of the State of Florida, with its initial registered office 6339 Land O'Lakes Boulevard, Land O'Lakes, Florida, 34639, 813/996-7764, has named **JAMES J. PHILLIPS, JR.** as its registered Agent to accept service of process within the State of Florida; and

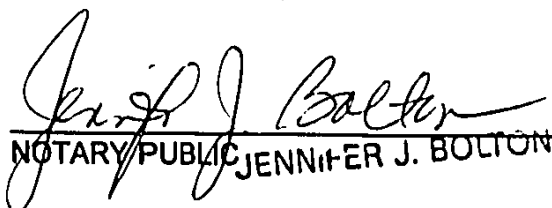
That, having been named to accept service of process for the above-named corporation, at the place designated by this Certificate, **JAMES J. PHILLIPS, JR.** hereby agrees to act in this capacity, and further states he is familiar with and accepts the obligations of the position and agrees to comply with the provisions of all statutes relative to the proper performance of his duties.


JAMES J. PHILLIPS, JR.

**STATE OF FLORIDA
COUNTY OF PASCO**

Before me appeared James J. Phillips Jr., to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above on this 17 day of April, 1997.


NOTARY PUBLIC JENNIFER J. BOLTON

