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J. MAURICE FINKEL, P.A.

July 31, 1997

Division of Corporations
P.O. Box 6237
Tallahassee, Florida 32399

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-08/08/97--01122--001
****122.50 ****122.50

Re: Articles of Incorporation
Mediterranean Flooring, Inc.


Dear Sir/Madam:

Enclosed please this firm's check No. 8215 in the amount of \$122.50 reflecting the filing fee and two original Articles of Incorporation for Mediterranean Flooring, Inc. Please provide the undersigned with a conformed certified copy of the Articles once that have been accepted for filing.

Should there be any additional charges, please do not hesitate to call our office at 1-800-245-7538.

Thank you for your immediate attention to this matter, I am,

Very truly yours


Seth L. Finkel, Esquire
SLF/rl
enclosures

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97 AUG -8 AM 10:05
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Seth GAVE
AUTHORIZATION BY PHONE TO
CORRECT name, art. 8, art. 10
DATE 8/11/97
BY T. Meyer

T.M.-8/11/97

ARTICLES OF INCORPORATION
OF
MEDITERRANEAN FLOORING, INC.

ARTICLE I: CORPORATE NAME

The name of this Corporation is MEDITERRANEAN FLOORING, INC.

ARTICLE II: TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III: ORGANIZATION

This corporation is organized for the purpose and shall have the power to transact any and all lawful business under the laws of the State of Florida.

ARTICLE IV: NATURE OF BUSINESS

The general nature of the business to be transacted by said corporation shall be and is as follows:

The purchase, sale, design and/or installation of various types of flooring. Additionally, and for the purpose of carrying on the business aforesaid, said corporation shall be entitled to buy, sell, lease or convey property, both real and/or personal property, as the same shall be necessary and generally to do all things that may be necessary to conduct said business.

Said corporation may purchase, take on, lease or exchange, hire or otherwise acquire, hold, own, possess, equip, use, improve, maintain, manage, develop, explore, exploit, deal in, sell, convey, assign, lease, mortgage, pledge or otherwise

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encumber or dispose of any and all real and personal property of every kind and description as needed.

Said corporation may also rent, maintain and /or construct in whole or in part, offices and buildings for the corporation; to acquire all or any part of the good will, rights, property and business of any person, entity, partnership, association or corporation; to pay for same in cash or in stocks, bonds, notes, mortgage or other obligations of the corporation or otherwise; to hold, utilize and in any manner dispose of the whole or any part of the rights and property so acquired, and to assume in connection therewith any liabilities of any such person, entity, partnership association or corporation and conduct in any lawful manner the whole or any part of the business so acquired.

Said corporation may further purchase, lease or otherwise acquire real estate necessary to the operation of this corporation; to buy, lease, build, erect, equip, operate, maintain and sell such real estate and to construct, install, lease, own and operate telephone exchanges in buildings owned, leased or operated; to conduct any of the business of the corporation, either as principal, agent or factor, or in any other manner, or any other basis permitted by law.

The foregoing clauses shall be construed as purposes, objects and powers of the corporation. It is hereby expressly provided that the enumerations herein of specific purposes, objects and powers shall not be held to limit or restrict in any manner the general powers of the corporation and the matters

expressed in each clause shall, except as expressly otherwise provided, be limited by reference to or inference from terms of any other clause but shall be regarded as independent purposes, objects and powers.

ARTICLE V: CAPITAL STOCK

This corporation is authorized to issue 50 shares of par value common stock. The maximum number of shares of stock that this corporation is authorized to have issued and outstanding at any time is 50 shares of common stock. Said stock may be issued by the corporation either for cash, wholly or in part, for labor, services, contracts, mortgages, choses in action or property of any kind, nature or description at the valuation to be fixed by the Board of Directors, which valuation, in their judgment, shall seem adequate. The vote or consent of the stockholders shall not be necessary for such issue.

When this consideration fixed by the Board of Directors for said stock has been fully paid and delivered, any and all shares so issued therefore shall be fully paid stock and not subject to any further call or assessment thereof.

ARTICLE VI: AMOUNT OF CAPITAL

The amount of capital with which this corporation will begin is not less than \$100.00.

ARTICLE VII: SHAREHOLDER RIGHTS

Every shareholder, upon the sale or cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro-rata share thereof (as nearly as may be done without issue of fractional shares) at the price at which it is offered to others.

ARTICLE VIII: CORPORATE ADDRESS

The street address of the initial registered office of this corporation is 3878 Prospect Avenue, Suite 18, Riviera Beach, Florida 33404. The Board of Director(s) may from time to time, move the principal office to any other address in the State of Florida and establish branches and subsidiaries in any place within and without the United States. The principal & registered office are the same.

ARTICLE IX: REGISTERED AGENT

The name of the initial Registered Agent of this corporation is Kathy L. Rmeiti, whose address is 3878 Prospect Avenue, Suite 18, Riviera Beach, Florida 33404.

ARTICLE X: DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the laws adopted by the stockholders, but shall never be less than two.

ARTICLE X: INCORPORATORS

The names and addresses of the incorporation are:

MICHAEL N. RMEITI (Pres., Vice P., Dir.)
3878 Prospect Avenue,
Suite 18,
Riviera Beach, Florida 33404

KATHY L. RMEITI (Sec., Treas., Dir.)
3878 Prospect Avenue,
Suite 18,
Riviera Beach, Florida 33404

ARTICLE XII:ACKNOWLEDGEMENT

Having been named to accept service of process for
MEDITERRANEAN FLOORING, INC., at the place designated in the
Article, I hereby accept to act in this capacity and agree to
comply with the provision of said act relative to keeping open
said office.

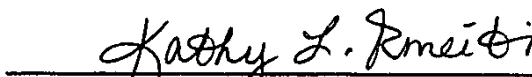
Kathy L. Rmeiti
KATHY L. RMEITI
Registered Agent

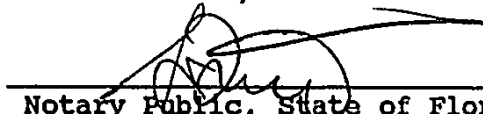
STATE OF FLORIDA)
COUNTY OF PALM BEACH; SS

I CERTIFY that on this day before me, a Notary Public duly authorized to administer oaths and take acknowledgments, personally appeared MICHAEL N. RMEITI and registered agent to me well known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledge before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and seal in the County and State named above
this 26 day of July, 1997.


MICHAEL N. RMEITI
PRESIDENT/VICE PRESIDENT


KATHY L. RMEITI
SECRETARY/TREASURER


Notary Public, State of Florida

My Commission Expires:

