

P970000072305
Davila and Torres
ATTORNEYS AND COUNSELORS AT LAW

911 N. MAIN STREET, SUITE 5 • KISSIMMEE, FLORIDA 34744

LUIS DAVILA
ALFRED TORRES

Tel. (407) 933-0307
Fax (407) 933-0882

August 14, 1997

Department of State
Div. of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: A EXQUISITE CARPET SERVICE, INC.

Dear Sir/Madam:

Enclosed please find one original and one copy of the articles of incorporation for the above-named proposed Florida Corporation. Also enclosed is a check for \$122.50 representing the filing fees. Please mail back a copy.

Thank you for your assistance in this matter.

Sincerely,


Alfred Torres,
Attorney at Law

AT/sg

Enclosure

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-08/18/97--01112--021
****122.50 ****122.50

TAL AUG 20 1997

FILED
97 AUG 18 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

A EXQUISITE CARPET SERVICES, INC.

The undersigned hereby forms a corporation for profit under Chapter 621 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

A EXQUISITE CARPET SERVICES, INC.

The address of the principal office of this corporation shall be 160 S. Semoran Blvd., Orlando, Florida 32807, the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is 200 shares at no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of this corporation shall be 160 S. Semoran Blvd., Orlando, FL 32807, and the name of the initial registered agent of the corporation at the address is Mark Grantier.

FILED
97 AUG 18 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

The name and addresses of the officers and directors are:

GARY BULLOCK
4700 DARWOOD DR.
ORLANDO, FL 32812

President

MARK GRANTIER
7606 PACIFIC HTS CIR.
ORLANDO, FL 32835

Vice President

ARTICLE VII. INCORPORATOR


The name and street addresses of the incorporators to these Articles of Incorporation are:

GARY BULLOCK
4700 DARWOOD DR.
ORLANDO, FL 32812

MARK GRANTIER
7606 PACIFIC HTS CIR.
ORLANDO, FL 32835

IN WITNESS WHEREOF, the undersigned Incorporator(s) have executed these Articles, this 27 day of June, 1997.

Signature of Incorporator(s)


GARY BULLOCK
PRESIDENT

Mark Grantier
MARK GRANTIER
VICE PRESIDENT

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED

97 AUG 18 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the States of Florida, submits the followings statement in designation the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

A EXQUISITE CARPET SERVICES, INC.

2. The name and address of the registered agent and office is:

MARK GRANTIER
160 S. SEMORAN BLVD.
ORLANDO, FL 32807

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITIONS AS REGISTERED AGENT.

SIGNATURE

Mark Grantier

DATE

6-27-97

REGISTERED AGENT FILING FEE: \$35.00