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TRANSMITTAL LETTER

September 19, 1997

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

SUBJECT: SOUTHWEST FLORIDA TILE & MARBLE, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above named corporation and a check for \$78.75 in payment of the filing fee and certificate of incorporation.

FROM: M. L. von Staudach
Attorney at Law
10371 Regent Circle
Naples, FL 34109
TEL.: 941-597-1266
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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9-23-97

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

SOUTHWEST FLORIDA TILE & MARBLE, INC.

ARTICLE II PRINCIPAL OFFICE

The principal office of business and mailing address shall be:

**206 Bennington Drive # 6
Naples, Florida 34104**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: **ONE (1,000) THOUSAND**

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Jesus A. Alvarez
206 Bennington Drive # 6
Naples, Florida 34104**

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CLERK OF DISTRICT COURT
NAPLES, FLORIDA

ARTICLE V INCORPORATORS

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

Jesus A. Alvarez
206 Bennington Drive # 6
Naples, Florida 34104

The undersigned incorporator has executed these Articles of Incorporation
this 19th day of September, 1997.


Jesus A. Alvarez

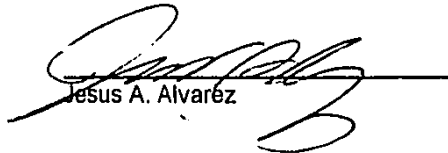
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: **SOUTHWEST FLORIDA TILE & MARBLE, INC.**
2. The name and address of the registered agent and office is:

Jesus A. Alvarez
206 Bennington Drive # 6
Naples, Florida 34104

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 statutes relating to the proper performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Jesus A. Alvarez

September 19, 1997

FILED
CLERK OF SUPERIOR COURT
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