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FAX #: (850) 922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305) 358-2571

ACCT#: 070744001530

FAX #: (305) 358-7832

NAME: TILES TO GO, INC.

AUDIT NUMBER.....H9700001571B

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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PAGES..... 3

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FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

September 23, 1997

ACE INDUSTRIES, INC.

SUBJECT: TILES TO GO, INC.
REF: W97000021774

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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Becky McKnight
Document Specialist

FAX Aud. #: H97000015718
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H97-15718

ARTICLES OF INCORPORATION

We, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the state of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit.

ARTICLE I, NAME

The name of this corporation shall be as follows:

TILES TO GO, INC.

ARTICLE II, NATURE OF BUSINESS

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

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 500 (five hundred) shares of common stock, of \$ 1.00 (one dollar) par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this corporation will begin business will not be less than \$ 100.00 (one hundred) dollars.

ARTICLE V, TERM OF EXISTENCE

This corporation is to have perpetual existence.

ARTICLE VI, ADDRESS

The initial street address in the state of Florida of the principal office shall be as follows:

3599 23rd Avenue South Suite 3
Lake Worth, FL 33461

The Board of Directors may from time to time move the principal office to any other address in the state of Florida.

Prepared by
ACE Industries, Inc.
54 Northwest 11th St.
Miami, FL 33136
(305) 358-2571

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TALLAHASSEE, FLORIDA

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ARTICLE VII, INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of Directors may be either increased or diminished by the by-laws adopted by the shareholders but shall never be less than one. The names and addresses of the initial Directors of this Corporation are:

Vanessa Bodre
1014 Aspri Way
Palm Beach Gardens, FL 33418

Giovanni Bodre
2985 Genoa Place
West Palm Beach, FL 33406

ARTICLE VIII, INCORPORATOR

The names and addresses of the incorporators:

Vanessa Bodre
1014 Aspri Way
Palm Beach Gardens, FL 33418

Giovanni Bodre
2985 Genoa Place
West Palm Beach, FL 33406

ARTICLE IX, BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and shareholders.

ARTICLE X, AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XI, SUB CHAPTER S CORPORATION

This corporation may be a Sub-Chapter S Corporation as defined by the Internal Revenue Service.

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ARTICLE XII, REGISTERED AGENT, OFFICE AND ACCEPTANCE

The Registered Agent, listed below, with address, accepts this position as signed below:

Vanessa Bodre
1014 Aspri Way
Palm Beach Gardens, FL 33418

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 I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

Vanessa Bodre

DATE:

Sep. 11, 1997

IN WITNESS WHEREOF, the undersigned, as subscribing incorporators, have hereunto set our hand and seal on _____ for the purpose of forming this Corporation under the laws of the State of Florida, and hereon make and file, in the office of the Secretary of State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

Vanessa Bodre

SWORN TO AND SUBSCRIBED BEFORE ME THIS 11th day of Sept. 1997
by Vanessa Bodre, who is personally known to me,

Donna M. Bodine
NOTARY PUBLIC

Donna M. Bodine
MY COMMISSION EXPIRES
June 21, 2001
BONDED THROUGH FARM BUREAU, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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