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ACCOUNT NO. : 072100000032

REFERENCE : 557585 1299A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 8, 1997

ORDER TIME : 9:37 AM

ORDER NO. : 557585-005

CUSTOMER NO: 1299A

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****122.50 ****122.50

CUSTOMER: Jo Ann Adams, Legal Assistant
CLARK PARTINGTON HART LARRY
BOND STACKHOUSE & STONE
Suite 800
125 West Romana Street
Pensacola, FL 32501

DOMESTIC FILING

NAME: BELVIN FLOORING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: _____

FILED
97 OCT - 8 PM 1:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SN OCT - 8 1997

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ENTERED DATE
10/19/77

ARTICLES OF INCORPORATION

FILED

OF

97 OCT -8 PM 1:31

BELVIN FLOORING, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, ELISE B. DRINKARD, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of this corporation is BELVIN FLOORING, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the corporation is 3895 Arbutus Drive, Pensacola, Florida 32504.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida and the laws of the United States.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of \$1.00 par value common stock.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - RESTRICTIONS ON TRANSFER OF STOCK

Unless waived by written agreement among this corporation and its shareholders, shares held by persons receiving shares in the initial issue of stock in this corporation may not be resold to other persons unless such shares are first offered to this

corporation, and, if not so purchased, then to the other shareholders at the price and terms identical to the proposed sale to a third person. The restrictions contained in this Article VI may be modified by a separate written agreement among the corporation and the shareholders receiving shares in the initial issuance of stock of the corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation shall be 3895 Arbutus Drive, Pensacola, Florida 32504, and the name of the initial registered agent of this corporation at that address is ELISE B. DRINKARD.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws of the corporation, but shall never be less than one (1). The name and address of the initial director of this corporation are:

ROBERT E. DRINKARD
3895 Arbutus Drive
Pensacola, Florida 32504.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles are:

ELISE B. DRINKARD
3895 Arbutus Drive
Pensacola, Florida 32504.

ARTICLE X - COMMENCEMENT OF CORPORATE EXISTENCE

The date for commencement of this corporation's existence shall be the 1st day of October, 1997.

ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 7th day of October, 1997.

INCORPORATOR:

Elise B. Drinkard (SEAL)
ELISE B. DRINKARD

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of BELVIN FLOORING, INC. Further, I am familiar with and accept the duties and obligations of such designation.

Elise B. Drinkard
ELISE B. DRINKARD

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA