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October 5, 1997

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

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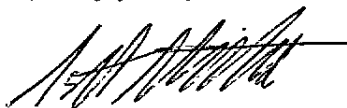
RE: Prestige Corporation of Sarasota

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50. This represents the cost of filing fees, certified copy of the Articles of Incorporation and the Fee for Registered Agent Designation for the above named corporation.

Should you have any questions or need additional information regarding this matter, please feel free to contact me.

Very truly yours,



Scott A. Gilbert, Incorporator
Prestige Corporation of Sarasota
4900 Seville Drive
Sarasota, FL 34235
(941) 359-8574

Enclosures

cc: Robert Gilbert, Jr.

FILED
97 NOV -3 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Done
11/5/97

ARTICLES OF INCORPORATION
OF
PRESTIGE CORPORATION OF SARASOTA

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, each with the capacity to contract, hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a general corporation under and by the virtue of the laws of the State of Florida as contained in Florida General Corporation Act, Chapter 607, Florida Statutes, amended (the "Act").

ARTICLE I. NAME; ADDRESS

The name of the corporation shall be PRESTIGE CORPORATION OF SARASOTA and the principal place of business and mailing address of this corporation shall be: 2240 Silver Maple Court, Sarasota, Florida 34234.

ARTICLE II. DURATION

The date of commencement of corporate existence shall be the date the articles of incorporation are filed with the Secretary of State, and the period of duration of the corporation shall be perpetual.

ARTICLE III. PURPOSE AND POWERS

The general purpose for which the corporation is initially organized is to engage in, conduct and carry on the business of floor covering installation; to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith; and to transact any lawful business for which corporations may be incorporated under this Act, including qualifying for certain

tax or retirement advantages available to general corporations. The corporation shall have all the powers specified in Section 607.0302 of the Act.

ARTICLE IV. STOCK

The corporation shall have the authority to issue 5,000 shares of common stock with a par value of \$1.00 per share. The corporation shall not have the authority to issue shares in series.

ARTICLE V. PREEMPTIVE RIGHTS AND OTHER RESTRICTIONS

V.1 Statement of Preemptive Rights. After the subscription shares have been issued, each holder of shares in the corporation shall have the first right to purchase shares (and securities convertible to shares) of the corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of the corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding exclusive of treasury shares. This right shall be deemed waived by any Shareholder who does not exercise it or pay for the shares preempted within thirty (30) days of receipt of notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights.

V.2 Prohibition of Issue of Shares for Other Than Money or Property. Shares in the corporation shall not be issued for consideration other than money, property or in payment of a debt to the corporation, without the unanimous consent of all Shareholders.

V.3 Restrictions on Transfer of Stock. If any two or more Shareholders or subscribers to stock of the corporation shall enter into any agreement restricting the rights of any of them to transfer, encumber or otherwise dispose of any shares of stock in the

corporation held by them, then all share certificates subject to such restrictions shall have the reference to the restrictions placed on the certificate and such stock shall not thereafter be transferred on the corporate books except in accordance with the provisions of such agreement. Stock transferred in violation of any such restrictions shall not be entitled to dividend or voting rights until there has been full compliance with the provisions of such agreement.

ARTICLE VI. INITIAL REGISTERED AGENT

The street address of the initial registered office of the corporation is 4900 Seville Drive, Sarasota, Florida 34235, and the name of the initial registered agent is Scott A. Gilbert.

ARTICLE VII. DIRECTORS

The initial Board of Directors shall consist of two members. The names and addresses of the persons who are to serve as Directors until the first annual meeting of Shareholders or until their successors be elected and qualify, or until their earlier resignation, removal from office or death, are as follows:

NAME:	ADDRESS:
Ann M. Gilbert	1915 Habersham Trace Cumming, GA 30131
Robert L. Gilbert, Jr.	1915 Habersham Trace Cumming, GA 30131

ARTICLE VIII. INCORPORATORS

The name and address of the incorporator of the corporation is as follows:

Scott A. Gilbert, 4900 Seville Drive, Sarasota, Florida 34235.

ARTICLE VIV. PROVISIONS FOR THE REGULATION OF BUSINESS AND FOR THE CONDUCT OF AFFAIRS OF THE CORPORATION

VIV.1 Meetings of Shareholders and Directors. Meetings of Shareholders and Directors of the corporation may be held either within or without of the State of Florida at such place or places as may from time to time be designated in the Bylaws or by resolution of the Board of Directors.

VIV.2 Bylaws. The initial Bylaws of the corporation shall be adopted by the Board of Directors. The power to amend or repeal the Bylaws or to adopt new Bylaws shall be in the Shareholders, but the affirmative vote of the holders of three-fourths (3/4) of the shares outstanding shall be necessary to exercise that power. The Bylaws may contain provisions for the regulation and management of the corporation consistent with the Act and these Articles of Incorporation.

VIV.3 Contracts in Which Directors Have an Interest. No contract or other transaction of the corporation with any person, firm or corporation or no contract or other transaction in which the corporation is interested shall be invalidated or affected by (a) the fact that one or more of the Directors of the Corporation is interested in or is a Director of Officer of another corporation, or (b) the fact that any Director, individually or jointly with others, may be a party to or may be interested in the contract or transaction; and each person who may become a Director of the corporation is hereby relieved from any liability

that might otherwise arise by reason of his contracting with the corporation for the benefit of himself or any firm, or corporation in which he may be interested.

Compensation of Directors. The Board of Directors shall have the authority to make provision for reasonable compensation to its members for their services as Directors and to fix the basis and conditions upon which this compensation shall be paid. Any Director may also serve the Corporation in any other capacity and receive compensation therefrom in any form.

IN WITNESS WHEREOF, the undersigned, being the incorporator of the corporation, executes these Articles of Incorporation and certifies to the truth of the facts herein stated, this 20th day of October, 1997.


Scott A. Gilbert

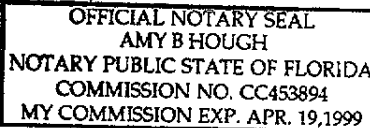
STATE OF FLORIDA
COUNTY OF SARASOTA

I, the undersigned, a Notary Public duly commissioned to take acknowledgments and administer oaths in the State of Florida, certify that Scott A. Gilbert, being the incorporator referred to in the foregoing Articles of Incorporation, personally appeared before me and swore the truth of the facts therein stated.

WITNESS my hand and official seal this 20th day of October, 1997.


Notary Public

My commission expires:



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 ITS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Scott A. Gilbert

10/20/97
Date

FILED
97 NOV -3 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA