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INTERNATIONAL ACCOUNTING SYSTEM
ACCOUNTANTS AND TAX CONSULTANTS
ADMINISTRATIVE AND LEGAL SERVICES
COMPUTER SYSTEM SERVICES

EFFECTIVE DATE
12/1/97

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****122.50 ****122.50

DEPARTMENT OF STATE
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

Gentlemen:

Enclose please find the articles of Incorporation
for:

THE TILE SUPERMARKET INC

(original and one copy) as well a check for the amount
of \$ 122.50 for corresponding fees as follows:

Profits Corporation Filing Fees
Certified Copy
Registered Agent Designation.

Please for any question for this corporation, do not
hesitate to contact us by phone.

Sincerely

Jose M. Viana

JMV/me
Enclose.

GAVE

AUTHORIZATION BY PHONE TO

CORRECT COPIES

DATE 11/24/97

DOC. EXAM TM

FILED
97 NOV 20 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TM-11/24/97

EFFECTIVE DATE

12/1/97

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE TILE SUPERMARKET INC

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the STATE OF FLORIDA.

ARTICLE 1 - NAME:

The name of this corporation is:

THE TILE SUPERMARKET INC

ARTICLE II - NATURE OF THE BUSINESS:

This corporation may engage in any activity of business permitted under the laws of the United States, any State or any foreign country.

ARTICLE III - BEGINNING OF CORPORATE EXISTENCE:

The existence of this corporation shall commence on the 1st. day of December, 1997, provided that if such day be unauthorized under law, then on the earliest day allowable pursuant to Florida law for the commencement of corporate existence; and shall continue perpetually unless dissolved according to law.

ARTICLE IV - CAPITAL STOCK:

The capital stock of this corporation shall be ONE HUNDRED SHARES COMMON STOCKS \$ 100.00 PAR VALUE.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the Directors at a meeting called for such purposes.

ARTICLE V - INITIAL PRINCIPAL OFFICE OR MAILING ADDRESS:

The streed address of the initial principal office of this corporation is: 975 West 22nd. Street, Hialeah, Fl, 33010

The initial principal office or mailing address may be changed

by a majority of the members of the board of directors present at a validly convened meeting.

ARTICLE VI - INITIAL BOARD OF DIRECTORS:

The business of this corporation shall be conducted by a BOARD OF DIRECTORS of not less than one (1) Director, the exact number of Directors to be fixed by the Bylaws of this corporation. Directors need not be stockholders nor residents of Florida. The initial Directors of this corporation shall be:

MIRTA ABREU 1495 NW 113 Terrace, Miami, Fl. 33167
EUGENIO H. ABREU 1495 NW 113 Terrace, Miami, Fl. 33167

ARTICLE VII - SUBSCRIBERS:

The name and address of the person signing these Articles is:
MIRTA ABREU 1495 NW 113 Terrace, Miami, Fl. 33167

ARTICLE VIII - BY LAWS:

The power to adopt, alter, amend, or repeal bylaws shall be vested in the stockholders.

ARTICLE IX - INDEMNIFICATION:

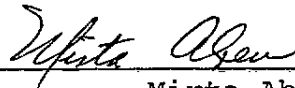
To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as Officers or Directors of the corporation, and each person who serves at the request of the corporation as a Director or Officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being Director or Officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as a Director or Officer. The corporation shall reimburse each person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall be adjudged that such Officer or Director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

ARTICLE X - AMENDMENT:

In the Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of the Directors, proposed by them to the stockholders and approved at a stockholders meeting by the majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this Seventeen day of November, 1997.



Mirta Abreu

STATE OF FLORIDA

COUNTY OF DADE

} SS: DADE

BEFORE ME, the undersigned authority, personally appeared
Mirta Abreu

who is personally known to me, and who presented
current identification

and who executed and subscribed the foregoing Articles of Incorporation, and acknowledged before me, that executed the same and subscribed to the same for the purpose therein expressed.

WITNESS my hand and official seal at Dade County, Florida
this November 17th, 1997



Jose M. Viana
MY COMMISSION # CG624033 EXPIRES
JUNE 15, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

NOTARY PUBLIC, State of Florida
at Large. Jose M/ Viana

CERTIFICATE - REGISTERED AGENT

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

In compliance with section 48.091, Florida Statutes, the
following is submitted:

FIRST-- THAT THE TILE SUPERMARKET INC
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE
STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS
AT CITY OF Miami , STATE OF FLORIDA, HAS NAMED
MIRTA ABREU

LOCATED AT 1495 NW 113 Terrace, Miami, Fl. 33167
AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SECOND-- THAT THE TILE SUPERMARKET INC
PRINCIPAL OF BUSINESS is located at: 975 West 22nd Street,
Hialeah, FL 33010.

By: Mirta Abreu
Mirta Abreu
Registered Agent

By: Mirta Abreu
Mirta Abreu
Subscriber President

FILED
97 NOV 20 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Date:

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 PRO-
PER AND COMPLETE PERFORMANCE OF MY DUTIES.

By: Mirta Abreu
Mirta Abreu
Registered Agent

DATE: November 17th, 1997