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TRANSMITTAL LETTER

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

500002355145--5
-11/24/97-01039-007
*****70.00 *****70.00

SUBJECT: WAREHOUSE CARPETS OF SOUTH LAKE, INC.
(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for
\$ 70.00 .

FROM

Kenneth Leitheiser

Name (printed or typed)

10633 Lake Ralph Drive

Address

Clermont, Florida 34711

City, State, & Zip

352-242-0000

Telephone Number

FILED
97 NOV 24 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97-11-25-97

FILED
97 NOV 24 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WAREHOUSE CARPETS OF SOUTH LAKE, INC.

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

ARTICLE I NAME

The name of the corporation shall be: WAREHOUSE CARPETS OF SOUTH LAKE, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

303 N. Highway 27
Clermont, FL 34711

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

(100) ONE HUNDRED shares of common stock having a par value of (\$1.00)
ONE DOLLAR per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Kenneth Leitheiser
10633 Lake Ralph Drive
Clermont, Florida 34711

ARTICLE V PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE VI TERM OF EXISTANCE

The corporation shall have perpetual existence commencing on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE VII INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VIII INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Kenneth Leitheiser
10633 Lake Ralph Drive
Clermont, Florida 34711

Carol Leitheiser
10633 Lake Ralph Drive
Clermont, Florida 34711

The undersigned incorporators have executed these Articles of Incorporation this
21st. day of November, 1997.


Signature


Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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 : Warehouse Carpets of South Lake, Inc.

2. The name and address of the registered agent and office is

Kenneth Leitheiser

(NAME)

10633 Lake Ralph Drive

(P.O. BOX NOT ACCEPTABLE)

Clermont, Florida 34711

(CITY/STATE/ZIP)

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 AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE *Kenneth Leitheiser*

DATE 11-31-97

97 NOV 24 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED