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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001
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NAME: L.B.M.D. CARPET, INC.
AUDIT NUMBER.....H9800006244
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION
OF
L.B.M.D. CARPET, INC.

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation is L.B.M.D. CARPET, INC.

ARTICLE II
DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be the date upon which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE III
NATURE OF BUSINESS

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

ARTICLE IV
CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 500 shares of Common Stock of a par value of \$1.00 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall not have pre-emptive rights to subscribe to the corporation's securities.

THIS INSTRUMENT PREPARED BY:
Gerald J. Biondo, Esq.
FL Bar #: 154713
Murai Wald Biondo & Moreno P.A.
25 Southeast Second Avenue, Suite 900
Miami, Florida 33131
(305) 358-5900

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ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT AND
PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The street address of the initial registered office of the corporation in the State of Florida is 2937 SW 27th Avenue, Suite 303, Coconut Grove, Florida 33133 and the name of the initial registered agent of this corporation at that address is Lloyd J. Boggio. The Principal Office and/or mailing address will be the same as the Registered Office.

ARTICLE VI
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Lloyd J. Boggio, 2937 SW 27th Avenue, Suite 303, Coconut Grove, Florida 33133.

ARTICLE VII
BYLAWS

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

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE IX
AMENDMENT

* This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

ARTICLE X
INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the bylaws of the corporation.

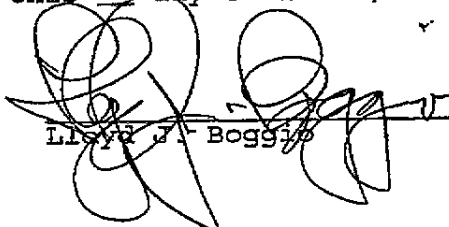
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The name and street address of the initial director is:

Lloyd J. Boggio
2937 SW 27th Avenue
Suite 303
Coconut Grove, FL 33133


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this day of March, 1998.


Lloyd J. Boggio

STATE OF FLORIDA)
) SS.
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared LLOYD J. BOGGIO known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 30th day of March, 1998.


NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

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CERTIFICATE OF REGISTERED AGENT
OF
L.B.M.D. CARPET, INC.

Pursuant to Fla. Stat. §607.0501 the following is submitted:

That L.B.M.D. CARPET, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Coconut Grove, County of Miami-Dade, State of Florida, has named Lloyd J. Boggio, 2937 SW 27th Avenue, Suite 303, Coconut Grove, Florida 33133, as its agent to accept service of process within this State.

A C K N O W L E D G M E N T

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provision of said Act relative to the obligations of such registered agent, with which the undersigned acknowledges it is familiar.

Dated this 25th day of March, 1998.



Lloyd J. Boggio

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