

Transmittal Letter

P9800000 43370

April 29, 1998

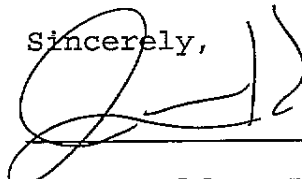
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Sir:

Enclosed please find Articles of Incorporation of ALPHA & OMEGA CARPET SERVICES, INC. and the Designation and Acceptance of Registered Agent for filing, together with our check in the amount of \$122.50 to cover the filing fee, certified copy charge, designation of registered agent, and charter tax.

I have also enclosed an additional copy of the Articles of Incorporation which I would appreciate having certified and returned to the above address.

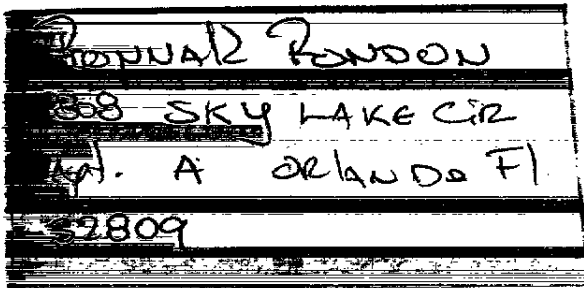
Sincerely,



Mr. Ronald J. Rondon

President

Enclosures



FILED
98 MAY 13 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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~~789,2555,2550~~

~~WPS 10341~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 7, 1998

RONNARD J. RONDON
808 SKY LAKE CIRCLE
APT A
ORLANDO, FL 32809

SUBJECT: ALPHA & OMEGA CARPET SERVICE, INC.
Ref. Number: W98000010301

We have received your document for ALPHA & OMEGA CARPET SERVICE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 498A00025259

ARTICLES OF INCORPORATION
OF
ALPHA & OMEGA CARPET SERVICES, INC.

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98 MAY 13 PM 3:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 I NAME

The name of the corporation shall be
ALPHA & OMEGA CARPET SERVICE, INC.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 808 SKY LAKE CIRCLE #A, ORLANDO, FLORIDA 32809, and the name of the initial Registered Agent for the corporation at that address in Ronnald J. Rondon.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party of parties to, or may be interested in such contract act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

RONNARD J. RONDON
YVONNE C. CANAR

ARTICLE X INCORPORATOR

The name and address of the incorporator is:

RONNALD J. RONDON
808 Sky Lake Circle # A
Orlando, FL 32809

Yvonne C. Canar
808 Sky Lake Circle # A
Orlando, FL 32809

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 11th day of May, 1998.

Incorporation:


RONNALD J. RONDON

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was executed and acknowledged before me this 11th of May, 1998 by RONNALD J. RONDON.



SHERRIL CHEEVERS
COMMISSION # CC605025
EXPIRES DEC 03, 2000
BONDED THROUGH
ATLANTIC BONDING CO., INC


Notary Public
State of Fla
My Commission Expires:

Dec 3, 2000

DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

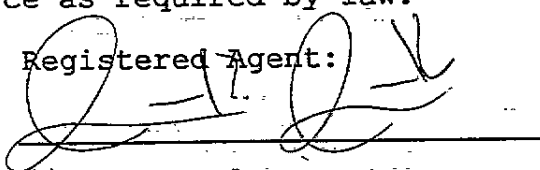
The following is submitted in compliance with the laws of the State of Florida.

ALPHA & OMEGA CARPET SERVICES, INC., a corporation organizing under the laws of the State of Florida, with its principal office located at 808 SKY LAKE CIRCLE #A, ORLANDO, FLORIDA 32809, has named Ronnald J. Rondon, whose address is 808 Sky Lake Circle #A, Orlando, Florida 32809, as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:


RONNALD J. RONDON

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

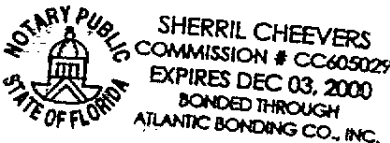
STATE OF FLORIDA


COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared RONNALD J. RONDON, who, after being duly sworn, having presented his Florida drivers license as identification, who I personally know, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same of the purposes expressed herein.

WITNESS my hand and official seal this 11 day of May, 1998.

(SEAL)




Notary Public
State of FL
My Commission Expires: Dec 3 2000