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TRANSMITTAL LETTER

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

400002592784--5
-07/20/98-01044--001
*****70.00 *****70.00

SUBJECT: ATLANTA CARPET DISTRIBUTORS, INC.
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 70.00.

FROM:

ALLEN STEINHORN & CO., INC.
Name
1001 NO. U.S. HWY. ONE, SUITE 510
Address
JUPITER, FL 33477
City, State, & Zip
(561) 744-2804
Telephone Number

FILED
98 JUL 20 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Note: Additional copy of articles is needed only when certified copy is requested.


F. CHESSEY JUL 22 1998

ARTICLES OF INCORPORATION
OF
ATLANTA CARPET DISTRIBUTORS, INC.

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TALLAHASSEE, FLORIDA

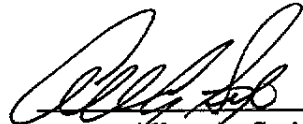
- FIRST: The name of this Corporation is Atlanta Carpet Distributors, Inc.
- SECOND: This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- THIRD: The Corporation is authorized to issue 1,000 shares of common stock, par value of one dollar per share.
- FOURTH: The Corporation's principal place of business is 1001 N. U.S. Hwy. One, Suite 510, Jupiter, FL. 33477.
- FIFTH: The street address of the initial registered office of this Corporation is 1001 No. U.S. Hwy. One, Suite 510, Jupiter, FL 33477 and the agent of this Corporation at that address is Allen A. Steinhorn.
- SIXTH: This Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of this Corporation is Allen A. Steinhorn, 1001 No. U.S. Hwy. One, Suite 510, Jupiter, FL 33477.
- SEVENTH: The name and address of the incorporator of this Corporation is Allen A. Steinhorn, 1001 No. U.S. Hwy. One, Suite 510, Jupiter, FL 33477.
- EIGHTH: This Corporation shall indemnify, defend, and save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or hereafter.
- NINTH: This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12 day of July, 1998.


Allen A. Steinhorn

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Chapter 607, Florida Statutes, having been named to accept service of process for Atlanta Carpet Distributors, Inc. at the place designated in the certificate, I hereby accept the designation to act in this capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, relative to keeping open said office.


Allen A. Steinhorn

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