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TRANSMITTAL LETTER

August 4, 1998


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

900002609379--0  
-08/06/98-01058-009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Subject: **THE RUG SOURCE INC**

Enclosed is an original and one copy of the Articles of Incorporation and our check for \$70.

From:

  
\_\_\_\_\_  
CHARLES JAGHAB, PRESIDENT AND TREASURER  
(AND INCORPORATOR)  
850 PHYLLIS ST, PORT CHARLOTTE, FL 33948  
941/627-4684

APPROVED  
AND  
FILED  
98 AUG -6 AM 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK AUG 11 1998

**ARTICLES OF INCORPORATION**

**OF**

**THE RUG SOURCE 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 ONE - NAME**

The name of the corporation shall be: **THE RUG SOURCE INC**

**ARTICLE TWO - PRINCIPAL OFFICE**

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

**CHARLES JAGHAB**  
**850 PHYLLIS ST, PORT CHARLOTTE, FL 33948**  
**941/627-4684**

**ARTICLE THREE - SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: **ONE HUNDRED (100) SHARES AT PAR VALUE OF ONE DOLLAR (\$1.00) PER SHARE.**

**ARTICLE FOUR - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

**CHARLES JAGHAB**  
**850 PHYLLIS ST, PORT CHARLOTTE, FL 33948**  
**941/627-4684**

**ARTICLE FIVE - INCORPORATORS**

The name and street address of the incorporator to these Articles of Incorporation

**CHARLES JAGHAB**  
**850 PHYLLIS ST, PORT CHARLOTTE, FL 33948**  
**941/627-4684**

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## ARTICLE SIX - INITIAL DIRECTORS

CHARLES JAGHAB, PRESIDENT AND TREASURER  
850 PHYLLIS ST, PORT CHARLOTTE, FL 33948  
941/627-4684

SALLY JAGHAB, VICE PRESIDENT AND SECRETARY  
850 PHYLLIS ST, PORT CHARLOTTE, FL 33948  
941/627-4684

## ARTICLE SEVEN - PURPOSE

The purpose of said corporation will be to offer interior decor sales and services, wholesale and retail, specializing, but not being limited to the sale and installation of floor coverings within the State of Florida.

## ARTICLE EIGHT - MANAGEMENT AND REGULATIONS

1. The Fiscal Year of the Corporation shall end on **December 31**.
2. The date of the Annual Meeting for the shareholders of the Corporation shall be **September first**. Should that date fall on a weekend or holiday, the date of the Annual Meeting shall be the Wednesday immediately preceding the stated date of the Annual Meeting.

## ARTICLE NINE - POWERS OF THE CORPORATION, BOARD OF DIRECTORS, SHAREHOLDERS

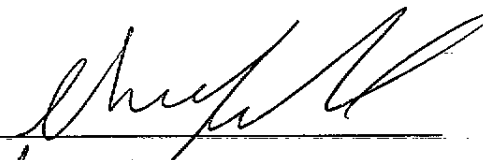
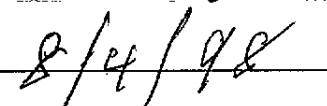
To be determined by the Board of Directors.

## ARTICLE TEN - PROVISIONS FOR PERSONAL LIABILITY OF SHAREHOLDERS

No liability.

Signature of Incorporator: \_\_\_\_\_

Date signed: \_\_\_\_\_

**CERTIFICATE OF DESIGNATED AGENT  
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 is **THE RUG SOURCE INC**
2. The name and address of the registered agent and office is:

**CHARLES JAGHAB**  
**850 PHYLLIS ST, PORT CHARLOTTE, FL 33948**  
**941/627-4684**

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 \_\_\_\_\_

Date \_\_\_\_\_

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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