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MATTHEW T. and LISA A. MONG
310 40th Street Ct. N.W.
Bradenton, FL 34209
(941) 746-0118

SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -7 PM 12:15

October 6, 1998

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****122.50 *****78.75

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

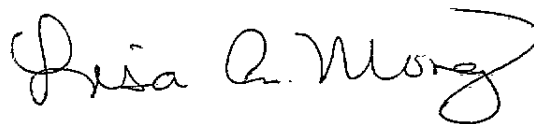
Re: Mong Brothers Flooring, Inc.

Dear Sir/Madam:

Enclosed are an original and one copy of the Articles of Incorporation, along with a Certificate of Designation for Registered Agent for the above corporate name. Also enclosed is a check in the amount of \$122.50 which covers: (a) the incorporation filing fee; (b) designation of the registered agent fee; and (c) fee relating to the return of a certified copy of the Articles of Incorporation.

Thank you for your cooperation and assistance. If there are questions or problems, please call (941) 746-0118.

Sincerely,



Lisa A. Mong

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Enclosures

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D. BROWN OCT - 8 1998

**ARTICLES OF INCORPORATION
OF
MONG BROTHERS FLOORING, INC.**

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The undersigned, acting as an incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation shall be Mong Brothers Flooring, Inc.

ARTICLE II

The purpose for which the corporation is organized is to engage in a general flooring sales and installation business and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these articles of incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

ARTICLE IV

The corporation shall have the authority to issue 100 shares of stock.

ARTICLE V

The principal place of business and mailing address of the corporation is 310 40th Street Ct. N.W., Bradenton, Florida 34209, and the name of the initial registered agent at such address is Matthew T. Mong.

ARTICLE VI

The initial board of directors shall consist of two members, whose names and addresses are as follows:

Matthew T. Mong	310 40th Street Ct. N.W.	Bradenton, FL 34209
Lisa A. Mong	310 40th Street Ct. N.W.	Bradenton, FL 34209

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

ARTICLE VIII

The name and address of the initial incorporator is as follows:

Matthew T. Mong 310 40th Street Ct. N.W. Bradenton, FL 34209

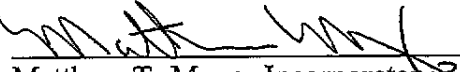
ARTICLE X

The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a shareholders meeting, with not less than unanimous vote of the common stock.

ARTICLE XIII

The shareholders shall not be personally liable for the debts of the corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these articles of incorporation at the law office of Mackey, Mackey & Hall, P.A., 1402 Third Avenue West, Bradenton, Florida 34205, on the 5th day of October, 1998.


Matthew T. Mong, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
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DIVISION OF CORPORATIONS
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Pursuant to the provisions of Section 607.0501, Florida Statutes (1997), the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and his Florida office:

1. The name of the corporation is Mong Brothers Flooring, Inc.
2. The name and address of the registered agent and office is:

Name: Matthew T. Mong
Address: 310 40th Street Ct. N.W.
Bradenton, FL 34209

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.

Dated: October 5, 1998


Matthew T. Mong