TRANSMITTAL LETTER

500002664215--2 -10/15/98--01017--014 ******70.00 ******70.00

SUBJECT:

KNOWLES FLOOR COVERING, INC

(proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

_X__\$70.00

Filing Fee & Certificate \$78.75

Filing Fee & Certificate

\$122.50

Filing Fee & Certified Copy \$131.25

Filing Fe
Certified Copy
& Certificate

FROM: KNOWLES FLOOR COVERING, INC

Name

502 SE 2ND ST Address

WINTER HAVEN, FL 33880 City, State & Zip

(941)293-8354

Daytime Telephone number

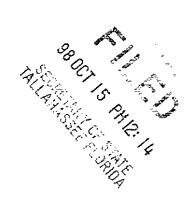
98 OCT 15 PH 12: 14
SECTION OF STATE

NOTE: Please provide the original and one copy of the articles.



ARTICLES OF INCORPORATION

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 I

NAME

The name of the corporation shall be: KNOWLES FLOOR COVERING, INC

ARTICLE 11 PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 502 SE 2ND ST., WINTER HAVEN, FL 33880

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: ALICE THOMAS, 502 SE 2^{ND} ST., WINTER HAVEN, FL 33880

ARTICLE V INCORPORATOR(S)

The name(s) and address(es) of the incorporator(s) to these Articles of Incorporation is(are):

JACK KNOWLES 502 SE 2ND ST. WINTER HAVEN, FL 33880

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 1ST day of OCTOBER, 1998.

Signature

Signature

Signature

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 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: KNOWLES FLOOR COVERING, INC

502 SE 2ND ST

WINTER HAVEN, FL 33880

2. The name and address of the registered agent and office is:

ALICE THOMAS (Name)

_502 SE 2ND ST (P.O. Box *not* acceptable)

WINTER HAVEN, FL 33880 (City/State/Zip)

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)