

Division of Corporations

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P99000007813

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850)922-4001

From: Account Name : PEREZ, BEHAR & ASSOCIATES, INC.
Account Number : I19980000081
Phone : (305)949-4838
Fax Number : (305)949-6652

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

Rustic Clay Tiles, Inc.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 25, 1999

PEREZ, BEHAR & ASSOCIATES, INC.

SUBJECT: RUSTIC CLAY TILES, INC.
REF: W99000001727

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

IN ARTICLE IX, PLEASE CHANGE THE WORDING TO SAY "THE REGISTERED AGENT AND STREET ADDRESS FOR THE REGISTERED OFFICE WILL BE:....." INSTEAD OF REFERRING TO THE CORPORATION ADDRESS SINCE THE CORPORATION AND THE AGENT ARE BOTH AT A DIFFERENT LOCATION.

If you have any further questions concerning your document, please call (850) 487-6926.

Tracy Augsburg
Document Specialist

FAX Aud. #: H99000001861
Letter Number: 899A00003161

Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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**ARTICLES OF INCORPORATION
OF
RUSTIC CLAY TILES, INC.**

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

ARTICLE I

The name of this corporation shall be:

RUSTIC CLAY TILES, INC.

ARTICLE II

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

It shall have the authority to issue 100 shares of stock, all of one class, with \$ 1.00 par value.

ARTICLE IV

The corporation shall begin with \$ 100.00 capital.

ARTICLE V

The period of its duration is perpetual.

ARTICLE VI

The address of its principal office is:

**7345 NW 32ND Avenue
Miami, FL. 33147**

Prepared by:
Perez, Behar & Associates, Inc.
14730 NE 10th Ave.
N Miami, Fl. 33161
(305) 949-4738

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ARTICLE VII

The number of directors constituting its initial Board of Directors is
(1) whose name(s) and address(es) is (are):

Martha Elena Guerrero
1301 NE Miami Gardens Dr. # 713W
N Miami Beach, FL. 33179
President 100%

ARTICLE VIII

The name and address of the subscriber is:

Martha Elena Guerrero
1301 NE Miami Gardens Dr. #713W
N Miami Beach, FL. 33179

ARTICLE IX

The permanent agent and address for the *agent* shall be:

PEREZ, BEHAR & ASSOCIATES, INC.
14730 N.E. 10TH AVENUE
N.MIAMI, FL. 33161

ARTICLE X

Shareholders shall be entitled to preemptive rights


Martha Elena Guerrero

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT RUSTIC CLAY TILES, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA HAS NAMED PEREZ, BEHAR & ASSOCIATES, INC. AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature: Mark Green

Title: PRESIDENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Signature: Ramon Perez
RAMON PEREZ/ VICE PRESIDENT
PEREZ, BEHAR & ASSOCIATES, INC.

Date: 1-20-99

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