

LAW OFFICE OF
J. D. SKIP BARDFELD, P.A.

TELE: (305) 653-6666
FAX: (305) 654-8435

88 N.E. 168TH STREET
NO. MIAMI BEACH, FL 33162

P99000016697

February 18, 1999

VIA FEDERAL EXPRESS

Secretary of State
Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: D&B TileAcquisition Corporation, Inc.

000002780300--6
-02/19/99-01026-007
*****70.00 *****70.00

Dear Sir or Madam:

Please find enclosed herewith this firm's check in the amount of \$70.00, which represents your filing fee of the enclosed Articles of Incorporation. Upon filing please forward a copy of the filed Articles and your confirmation of the same via Federal Express. A pre-printed airbill and envelope are provided for your convenience.

Thank you for your assistance with this matter.

Very truly yours,


J.D. SKIP BARDFELD, ESQUIRE

JDB/mvp
Enc.
021899

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 19 AM 10:34

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1195

ARTICLES OF INCORPORATION
OF
D&B TILE ACQUISITION CORPORATION, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 18 AM 10:50

ARTICLE I

The name of the corporation is D&B TILE ACQUISITION CORPORATION, INC.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The corporation is organized for the purpose of the transaction of any and all lawful business for which corporations may be incorporated, pursuant to Chapter 607, Florida Statutes, known as the Florida General Corporation Act.

ARTICLE IV

The corporation is authorized to issue One Thousand (1000) shares of capital stock at the par value of \$1.00 each.

ARTICLE V

The street address of the initial principal office of the corporation is 14200 N.W. 4th Street, Sunrise, Florida 33325, and the name and address of the initial registered agent of the corporation is J.D. Skip Bardfeld, 88 N.E. 168th Street, North Miami Beach, Florida 33162.

ARTICLE VI

The corporation shall have initially two directors. The number of directors may be either increased or decreased from time to time as determined by the By-Laws.

The name and address of the initial director of the corporation is:

DAVID A. YARBOROUGH	14200 N.W. 4th Street Sunrise, Florida 33325
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HAROLD YARBOROUGH	14200 N.W. 4th Street Sunrise, Florida 33325
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ARTICLES OF INCORPORATION

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RE: D&B TILE ACQUISITION CORPORATION, INC.

ARTICLE VII

The name and address of the person signing these Articles is:

J.D. SKIP BARDFELD 88 N.E. 168th Street
North Miami Beach, Florida 33162

ARTICLE VIII

The By-Laws of the corporation may be adopted, altered, amended or repealed by either the Board of Directors or the shareholders. Any By-Law adopted by the shareholders may provide that one or more provisions thereof shall not be altered, amended or repealed by the Board of Directors, in which case such provisions may be amended, altered or repealed only by the shareholders.


ARTICLES IV

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18 day of Feb., 1999.



J.D. SKIP BARDFELD
Subscriber and Registered Agent

ARTICLES OF INCORPORATION

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RE: D&B TILE ACQUISITION CORPORATION, INC.

DESIGNATION OF REGISTERED AGENT

I hereby accept the designation of registered agent for services of process upon D&B TILE ACQUISITION CORPORATION, INC., a corporation within the State of Florida, in accordance with Section 48.091, Florida Statutes.

DATED this 18 day of Feb, 1999.



J.D. SKIP BARDFELD

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SECRETARY OF STATE
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