

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FORD, JETER & BOWLUS, P.A.
Account Number : 075350000442
Phone : (904) 268-7227
Fax Number : (904) 262-3337

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Installers' Direct Flooring Centers, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$87.50

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ARTICLES OF INCORPORATION
OF
INSTALLERS' DIRECT FLOORING CENTERS, INC.

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

ARTICLE I. NAME OF CORPORATION

The name of the corporation is Installers' Direct Flooring Centers, Inc.

**ARTICLE II. COMMENCEMENT AND DURATION OF
CORPORATE EXISTENCE**

Corporate existence shall commence on the date the Articles are filed by the Department of State and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III. CORPORATE PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. CAPITAL STOCK

The corporation shall have authority to issue one hundred thousand (100,000) shares of Capital Stock with a par value of \$.01 per share. The shares of the corporation are not to be divided into classes.

ARTICLE V. PRINCIPAL OFFICE

The principal office and mailing address of the corporation is 4227 Clinton Avenue, Jacksonville, Florida 32207.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The street address in Florida of the corporation's initial registered office is 10110 San Jose Boulevard, Jacksonville, Florida 32257, and the initial registered agent at such address is Ford, Jeter, Bowlus & Duss, P.A.

THIS INSTRUMENT PREPARED BY
JOHN S. DUSS, IV, ESQ.
FORD, JETER, BOWLUS & DUSS, P.A.
10110 SAN JOSE BOULEVARD
JACKSONVILLE, FLORIDA 32257
(904) 268-7227
(904) 268-8930

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ARTICLE VII. INDEMNIFICATION

The corporation shall indemnify any present or future officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VIII. BY-LAWS

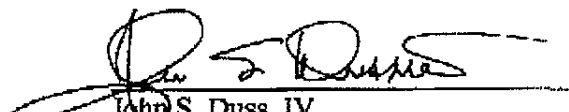
The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the board of directors.

ARTICLE IX. INCORPORATOR

The name and address of the incorporator is as follows:

Name	Address
John S. Duss, IV	10110 San Jose Boulevard Jacksonville, Florida 32257

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation at Jacksonville, Florida on the 2nd day of March, 1999.


John S. Duss, IV
Incorporator


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DESIGNATION OF REGISTERED AGENT

In compliance with Section 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Installers' Direct Flooring Centers, Inc., desiring to organize under the laws of the State of Florida, with its principal place of business in Jacksonville, Florida, has named Ford, Jeter, Bowlus & Duss, P.A. located at 10110 San Jose Boulevard, Jacksonville, Florida 32257, as its agent to accept service of process within Florida.

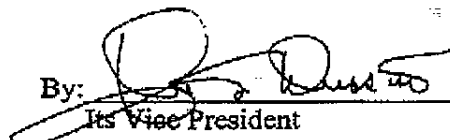
INSTALLERS' DIRECT FLOORING
CENTERS, INC.

By: 
John S. Duss, IV
Incorporator

Dated: March 2, 1999

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties. In addition, the undersigned hereby acknowledges that it is familiar with, and accepts, the obligations provided for in Section 607.0505, Florida Statutes.

FORD, JETER, BOWLUS & DUSS, P.A.

By: 
Its Vice President

Dated: March 2, 1999

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