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Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

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

From:

Account Name : MISHAN, SLOTO, & GREENBERG, P.A.
Account Number : 073330003137
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

USA Floors, Inc.

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Fax Audit No. H990000063703

**ARTICLES OF INCORPORATION
OF
USA FLOORS, INC.**

ARTICLE I

NAME

The name of the corporation is USA FLOORS, INC. The mailing address of the corporation shall be 7110 NE 4th Court, Miami, Florida 33138.

ARTICLE II

DURATION

This corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Secretary of State.

ARTICLE III

PURPOSE

The corporation shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE IV

POWERS

The corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 607, Florida Statutes, as amended and supplemented.

Fax Audit No. H990000063703

This instrument prepared by:

Ana C. Harris, Esq.

Florida Bar No. 705403

Mishan, Sloto, Greenberg, Hellinger & Udolf, P.A.

200 S. Biscayne Blvd., Suite 2350

Miami, FL 33131

(305) 379-1792

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ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue 600 shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI

INCORPORATOR

The names and addresses of the persons signing these Articles as Incorporator are:

Edward Walton, III
7110 NE 4th Court
Miami, FL 33138

ARTICLE VII

DIRECTORS

The initial directors of this Corporation are Edward Walton, III, and Athena Walton.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 200 S. Biscayne Blvd, Suite 2350, Miami, FL 33131, and the name of the initial registered agent of this corporation at that address is Barry N. Greenberg.

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Sent By: M,S,G,H & U;

379 8641;

Mar-17-99 11:29;

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FROM :
M,S,G,H & U;

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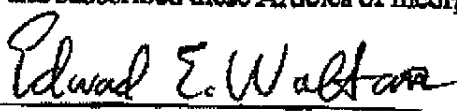
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IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this
16th day of March, 1999.


EDWARD WALTON, III, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above corporation at the place designated in the Articles of Incorporation, I hereby accept this appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed corporation named in the Articles of Incorporation hereinabove set forth and do hereby further state that we may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article VIII of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this Statement to be signed on this 17 day of March, 1999.


BARRY N. GREENBERG

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