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LAW OFFICES

BOONE, BOONE, BOONE & HINES P.A.

P. O. BOX 1596

VENICE, FLORIDA 34284

ESTABLISHED 1956

March 29, 1999

E. G. (DAN) BOONE
JEFFERY A. BOONE
STEPHEN K. BOONE
CHARLES D. HINES
JOHN S. KODA
PEGGY S. FROOK

99 APR -1 PM 3:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STREET ADDRESS:
100 AVENIDA DEL CIRCO 34285
TELEPHONE (941) 488-6716
FAX (941) 488-7079

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: VENETIAN INTERIORS, INC.

300002826733--1
-04/01/99--01083--012
122.50 *78.75

Dear Sir:

We enclose original and one copy of Articles of Incorporation for the above corporation. Also enclosed is our check in the amount of \$122.50 to cover the cost of this filing.

Filing Fee	\$ 35.00
Registered Agent Designation	35.00
Certified Copy of Articles	<u>52.50</u>
Total Filing Fee	\$122.50

The corporation's beginning date is the date incorporated by the State of Florida.

Please return a certified copy of the Articles of Incorporation to our office at the post office box listed above.

Thank you for your attention to this matter.

Peggy Boone GAVE
Stephen Boone AUTHORIZATION BY PHONE TO
CORRECT *Article II*
DATE *4/1/99*

Very truly yours,

Stephen K. Boone
Stephen K. Boone

mks
enclosures

PH 4/6/99 ✓

ARTICLES OF INCORPORATION
OF
VENETIAN INTERIORS, INC.

FILED
99 APR -1 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.
CORPORATE NAME

The name of this corporation is:

VENETIAN INTERIORS, INC.

ARTICLE II.
NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III.
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be in money, property or services. The board of directors shall determine the reasonable value of all consideration, other than money, paid for such shares and their determination, made in good faith, shall be final and conclusive as to such value.

ARTICLE IV.
BEGINNING DATE AND TERM OF EXISTENCE

The beginning date of this corporation shall be the date incorporated by the State of Florida, and it shall exist perpetually.

ARTICLE V.
ADDRESS

The initial street and mailing address of the principal office of this corporation is:
7000 South Tamiami Trail, Venice, Florida 34293.

The directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI.
DIRECTORS

This corporation shall have three (3) directors. The number of directors may be increased or decreased from time to time by Bylaws adopted by the Board of Directors.

ARTICLE VII.
SUBSCRIBERS

The names and addresses of all the subscribers to the stock of this corporation, together with the number of shares of stock each agrees to take, are:

<u>Name</u>	<u>Address</u>	<u># of Shares</u>
Thomas H. Taylor, Jr.	7000 S. Tamiami Trail Venice, Florida 34293	100

N. Berry Taylor

7000 S. Tamiami Trail
Venice, Florida 34293

J. David Taylor


7000 S. Tamiami Trail
Venice, Florida 34293

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100 SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII
REGISTERED AGENT

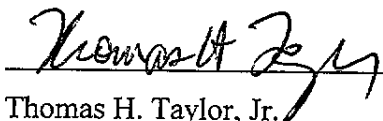
The initial registered agent and the address of his office is: Thomas H. Taylor, Jr., 7000 S. Tamiami Trail, Venice, Florida 34293.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this ___ day of March, 1999.


Thomas H. Taylor, Jr., Incorporator
7000 S. Tamiami Trail
Venice, Florida 34293

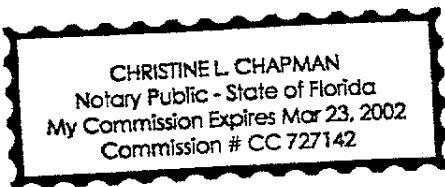
ACCEPTANCE OF REGISTERED AGENT

The undersigned, who has been designated registered agent and to accept service of process for the above corporation, affirms that his name is Thomas H. Taylor, Jr., and the address for the registered office of the corporation is 7000 S. Tamiami Trail, Venice, Florida 34293. 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.


Thomas H. Taylor, Jr.
Registered Agent

STATE OF FLORIDA)
COUNTY OF SARASOTA)

I HEREBY CERTIFY that the foregoing Articles of Incorporation were acknowledged before me this 15th day of March, 1999, by THOMAS H. TAYLOR, JR., the Incorporator, who is personally known to me.



NOTARY PUBLIC

Sign Christine Chapman

Print Christine Chapman

(SEAL)

My Commission Expires: