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RICHARD I. GILBERT
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July 13, 1999

LEGAL ASSISTANT
ELIZABETH G. SANDERS

Office of the Secretary of State
STATE OF FLORIDA
Division of Corporations
Post Office Box #6327
Tallahassee, Florida 32314

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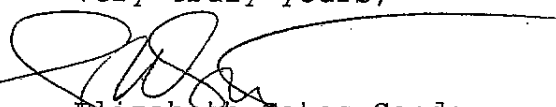
Re: MEX-ITALIA TILE & CLAY DELRAY, INC.
Articles of Incorporation
Our File Number: 974-01

Dear Sir or Madam:

Enclosed please find one (1) original and one (1) copy of the executed Articles of Incorporation for the above-referenced Corporation ("Articles"), as well this law firm's check in the amount of SEVENTY DOLLARS AND NO/CENTS (\$70.00) to cover the filing costs therefor. Please file the Articles and return a time-stamped copy of same to the undersigned in the self-addressed, stamped envelope provided for your convenience.

Should you have any questions or comments in connection with the foregoing, please do not hesitate to contact us.

Very truly yours,


Elizabeth Gates Sanders
Legal Assistant to
RICHARD I. GILBERT

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Enclosures

FILED
99 JUL 16 AM 11:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
MEX-ITALIA TILE & CLAY DELRAY, INC.

FILED
99 JUL 16 AM 11:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being of legal age, does hereby form a corporation under the laws of the State of Florida and the Florida Business Corporation act, and hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation shall be MEX-ITALIA TILE & CLAY DELRAY, INC. ("Corporation").

ARTICLE II

GENERAL NATURE OF BUSINESS

The purpose for which the Corporation is organized is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to have outstanding one thousand (1,000) shares of capital stock, at a par value of ONE DOLLAR AND NO/CENTS (\$1.00).

ARTICLE IV

CORPORATE EXISTENCE

Corporate existence shall commence upon the filing of these Articles of Incorporation by the Office of the Secretary of

State of the State of Florida, and shall exist perpetually, unless sooner dissolved in a manner prescribed by law.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the office of the initial registered agent of the Corporation is:

220 N.E. Third Avenue
Pompano Beach, Florida 33060

and the name of the registered agent of the Corporation at said address is:

BERNICE TRAYNOR

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of the Corporation shall be:

220 N.E. Third Avenue
Pompano Beach, Florida 33060

ARTICLE VII

NUMBER OF DIRECTORS

The number of Directors of this Corporation shall be not less than one (1) nor more than nine (9).

ARTICLE VIII

DIRECTORS

The name and street address of each member of the first Board of Directors of this Corporation who shall hold office for the first year or until their successors are chosen shall be:

<u>NAME</u>	<u>ADDRESS</u>
BERNICE TRAYNOR	220 N.E. Third Avenue Pompano Beach, Florida 33060

ARTICLE IX

INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation are:

BERNICE TRAYNOR
220 N.E. Third Avenue
Pompano Beach, Florida 33060

ARTICLE X

AMENDMENT

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute.

The Directors of the Corporation shall have the power to make or amend the Bylaws, and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent

whatever. The Corporation shall have a first lien on the shares of its members and upon the dividends due to them for any indebtedness of such members of the Corporation.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming a corporation to conduct business within and without the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and correct, does agree to accept the number of shares hereinabove set forth, and hereunto sets her hand this 13th day of July 1999.

Bernice Traynor
Signature

BERNICE TRAYNOR, Incorporator
Print Name/Title

STATE OF FLORIDA)
 : ss.:
COUNTY OF Palm Beach)

I HEREBY CERTIFY that on this day before me, the undersigned authority, a Notary Public duly authorized in the above-named State and County to take acknowledgments, personally appeared BERNICE TRAYNOR, party to the foregoing Articles of Incorporation, known to me personally to be such, or who has provided me with _____ as identification, and I have first made known to her the contents of said Articles, she did acknowledge that she signed, sealed and delivered the same as her voluntary act and deed, and deposed that the facts therein stated were true and correct.

WITNESS my hand and official seal this 13th day of July, 1999.

[Signature]
NOTARY PUBLIC
Commission Number:
My Commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THE STATE AND NAMING AGENT UPON
WHOM PROCESS BY BE SERVED

FILED
99 JUL 16 AM 11:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of § 48.091, Fla.
Stat., the following is submitted:

That, MEX-ITALIA TILE & CLAY DELRAY, INC.
organized and existing under the laws of the State of Florida, with
its initial registered office, as indicated in the foregoing
Articles of Incorporation, in the City of Boca Raton, County of
Palm Beach, State of Florida, has named BERNICE TRAYNOR, of 220
N.E. Third Avenue, Pompano Beach, Florida 33060, as its agent to
accept service of process within this State.

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service
of process for the above-styled Corporation at the place designated
in these Articles of Incorporation, I, the undersigned, am familiar
with, and accept appointment as Registered Agent, and I hereby
accept the duties and responsibilities as Registered Agent for said
Corporation. I further agree to act in said capacity and to comply
with the provisions of all statutes relating to the proper and
complete performance of my duties, and am familiar with and accept
the obligations of my position as Registered Agent for said
Corporation.

Dated: JULY 13, 1999

Bernice Traynor
BERNICE TRAYNOR, Registered Agent