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Division of Corporations

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : FILINGS, INC.

Account Number : 072720000101

Phone : (850) 385-6735

Fax Number : (954) 583-4117

FLORIDA PROFIT CORPORATION OR P.A.

WORTHINGTON CARPET INSTALLATION, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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B. McKnight DEC - 7 1999

ARTICLES OF INCORPORATION
OF
WORTHINGTON CARPET INSTALLATION, INC.

The undersigned incorporator, for the purpose of forming a corporation under Chapter 607 of the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of the Corporation shall be Worthington Carpet Installation, Inc. (hereinafter, "Corporation").

ARTICLE 2 - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation including, but not limited to, operation of a carpet installation firm and related sales activities.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this corporation is 1501 NW 41st Street, Ft. Lauderdale, FL 33309.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this corporation is:

Ed Worthington
1501 NW 41st Street,
Ft. Lauderdale, FL 33309

CBS Financial, CPA, PA
By: Luis A. Escobar, Jr. CPA
6209 West Commercial Blvd., Ste. # 7
Ft. Lauderdale, FL 33319
(954) 724-4141 - Facsimile (954) 724-4171

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ARTICLE 5 - CAPITALIZATION

The maximum number of shares that the corporation is authorized at any time to have outstanding is One Thousand (1,000) shares of common stock, each having a par value of \$1.00.

ARTICLE 6 - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE 7 - OFFICERS

The officers of this corporation shall be:

President: Ed Worthington

Vice-President: Ed Worthington

Secretary: Ed Worthington

Treasurer: Ed Worthington

whose addresses shall be the same as the principal office of this Corporation.

ARTICLE 8 - DIRECTORS

The Director(s) of this Corporation shall be:

Ed Worthington

whose addresses shall be the same as the principal office of this Corporation.

ARTICLE 10 - REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of this Corporation is 1501 NW 41st Street, Ft. Lauderdale, FL 33309. The registered agent of this Corporation is Ed Worthington.

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ARTICLE 11- EFFECTIVE DATE

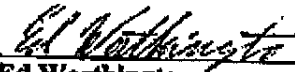
These Articles of Incorporation are to be effective upon approval by the Secretary of State of the State of Florida.

IN WITNESS THEREOF, the undersigned has hereunto set their hand and seal, acknowledged and filed these foregoing Articles of Incorporation under the laws of the State of Florida, this December 3, 1999.


Ed Worthington, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

The undersigned, Ed Worthington having a business office identical with the registered office of the above Corporation, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.


Ed Worthington

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