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GREENLEAF & GREGORY, L.L.P.

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OF COUNSEL
RENÉ SACASAS

March 1, 2000

Secretary of State-Florida
P.O. Box 6327
Tallahassee, Florida 32314

RE: Venetian Marble & Granite, Inc. - Amendment
Our File No. 99-1519

100003157081--4
-03/03/00--01108--004
*****35.00 *****35.00

Dear Sirs:

Enclosed please find the following documentation pertaining to the above referenced matter:

1. Articles of Amendment reflecting the change in corporate name, Venetian Marble & Granite, Inc. to Venmar Enterprises, Inc.
2. Check in the amount of \$35.00 for amendment processing fee.

Please note all future correspondence relating to Venmar Enterprises, Inc., as well as any correspondence to its sole director and shareholder, Eugene L. Mariutto, should be directed to the following address:

Venmar Enterprises, Inc.
7925 S.W. 69th Terrace
Miami, Florida 33143

N/c

V. SHEPARD MAR 15 2000

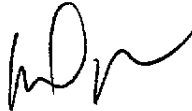
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State- Florida
March 1, 2000
Page 2

Should you have any questions or comments regarding the foregoing, do not hesitate to contact the undersigned.

Sincerely,

WELBAUM, GUERNSEY, HINGSTON
GREENLEAF & GREGORY, L.L.P.

A handwritten signature in black ink, appearing to read 'MJY', with a stylized flourish extending from the end.

Michael J. Yates

MJY:jh
Enclosure

pc Eugene L. Mariutto
David Guttentag

ARTICLES OF AMENDMENT

1. The following provisions of the Articles of Incorporation of VENETIAN MARBLE & GRANITE, INC., a Florida corporation, be and they hereby amended in the following particulars:

The corporate name and all references made to the aforementioned corporation, be and it hereby amended to read as follows,

"VENMAR ENTERPRISES, INC."

2. The foregoing amendment was adopted by the sole Shareholder and Director of the Corporation on the 18th day of February, 2000, to be effective on February 18, 2000.

3. The number of votes cast for the Amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President of this corporation has executed these Articles of Amendment this 28th day of February, 2000.

VENETIAN MARBLE & GRANITE, INC.

By: Eugene L. Mariutto
Eugene L. Mariutto, President

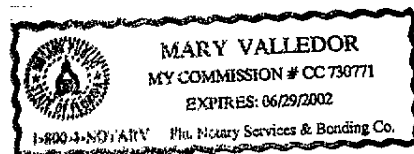
STATE OF FLORIDA)
: SS
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 28th day of February, 2000, by EUGENE L. MARIUTTO, who is personally known to me or who has produced FL ID # M630-212-39-419-0 as identification and who did (did not) take an oath.

Mary Valledor
NOTARY PUBLIC
Print Name:

My commission expires:

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TALLAHASSEE, FLORIDA