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9/04/97

FLORIDA DIVISION OF CORPORATIONS
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FROM: FOWLER, WHITE, BURNETT, ET AL	ACCT#: 071250001512
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NAME: MARBLE & WOOD PRODUCTS CORP.	
AUDIT NUMBER.....H97000014622	
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TALLAHASSEE, FLORIDA

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Amendment
9/5/97
DL

Audit No. H97000014622

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
MARBLE & WOOD PRODUCTS CORP.

FILED
97 SEP -4 PM 4:26
TALLAHASSEE, FLORIDA

(Under Section 607.1006 of the Florida Business Corporation Act)

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned ENRIQUE SCHMID, as President and Secretary of MARBLE & WOOD PRODUCTS CORP., a Florida corporation (the "Corporation"), hereby certifies:

FIRST: The name of the corporation is MARBLE & WOOD PRODUCTS CORP.

SECOND: Article VIII is inserted as follows:

"ARTICLE VIII - BOARD OF DIRECTORS

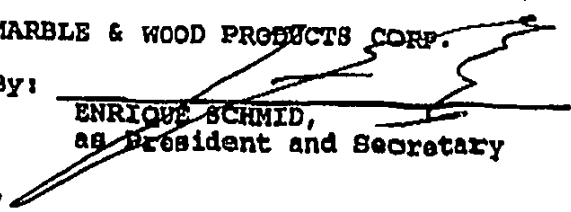
"The business affairs of the Corporation shall be governed by a Board of Directors comprised of either four (4) or eight (8) individuals. In the event the Board has four (4) members, resolutions shall be valid only if by unanimous vote. In the event the Board has eight (8) members, resolutions shall be valid only if approved by at least seven (7) members."

THIRD: The Amendment effectuated by these Articles of Amendment was approved on August 25, 1997, pursuant to the written consent of the holder of all the issued and outstanding shares of existing common stock, par value \$ 1.00 per share, of the Corporation, and such amount was sufficient for approval of the foregoing amendment. There is no other voting group of the Corporation entitled to vote on the amendment effectuated by these Articles of Amendment.

IN WITNESS WHEREOF, ENRIQUE SCHMID, President and Secretary of the Corporation, has hereunto signed his name this 25th day of August, 1997.

MARBLE & WOOD PRODUCTS CORP.

By:


ENRIQUE SCHMID,
as President and Secretary

Thomas M. Parker, Esq.
Fowler, White, Burnett, Hurley,
Banick & Strickreath, P.A.
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