

292359



ACCOUNT NO. : 072100000032

REFERENCE : 268452 8306A

AUTHORIZATION

Patricia Pizant

COST LIMIT : \$ 43.75

ORDER DATE : June 9, 1999

ORDER TIME : 3:07 PM

ORDER NO. : 268452-005

600002900036--5

CUSTOMER NO: 8306A

CUSTOMER: Ross Manella, Esq
Manella & Klapholz, LLP.
Suite 212
2500 Hollywood Boulevard
Hollywood, FL 33020

*Name
Change
Amend*

RECEIVED

99 JUN -9 PM 4:42

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: BROWARD PAINT & WALL PAPER
CO., INC.

EFFECTIVE DATE:

99 JUN -9 PM 4:54
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

AOR
6/10/99

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BROWARD PAINT & WALL PAPER CO., INC.,
A FLORIDA CORPORATION

FILED
99 JUN -9 PM 4:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I of the Articles of Incorporation of BROWARD PAINT & WALL PAPER CO.,
INC., a Florida corporation, is hereby amended to read as follows:

ARTICLE I

"The name of this corporation shall be:

JOEL FOX, INC.,

and its principal place of business shall be at 3101 NE 43rd
Street, Fort Lauderdale, Florida 33308. This corporation shall
have the right and power to transact business, and open
offices and agencies in such other places, both within and
without the State of Florida, and in foreign countries, as its
directors may authorize."

The foregoing Amendment was adopted by all of the Shareholders of this
corporation on the 4 day of JANUARY, 1999.




CAMILLE FOX
Secretary of Broward Paint & Wall Paper Co.,
Inc., a Florida corporation

[CORPORATE SEAL]

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the County and State aforesaid to take acknowledgments, personally appeared CAMILLE FOX, Secretary of BROWARD PAINT & WALL PAPER CO., INC., a Florida corporation, to me known as the person described in and who executed the foregoing Articles of Amendment, and acknowledged before me that she executed same for the purposes therein expressed, and she is personally known by me.

WITNESS my hand and official seal in the County and State aforesaid this 4
day of JANUARY, 1999.



NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



Official Seal
ROSS MANELLA
Notary Public, State of Florida
My Comm. Expires January 31, 1999
No. CC486223

**CERTIFIED COPY OF CORPORATE RESOLUTION
OF BROWARD PAINT & WALL PAPER CO., INC.**

I, CAMILLE FOX, do hereby certify that I am the duly elected Secretary of BROWARD PAINT & WALL PAPER CO., INC., a Florida corporation, and hereby certify unto whom it may concern and unto whom in particular, as follows:

1. That BROWARD PAINT & WALL PAPER CO., INC., a Florida corporation (hereinafter referred to as the "Corporation") is an active corporation and I am its Secretary.

2. That by Written Consent of Stockholders and Directors in Lieu of Special Meeting dated the 4 day of JANUARY, 1997, in accordance with the Florida General Corporation Act, the following Resolutions were unanimously adopted by the Board of Directors and Stockholders of the Corporation, to wit:

BE IT RESOLVED, by the Board of Directors and Stockholders of the Corporation as follows:

RESOLVED, that the Articles of Incorporation of this Corporation be and they are hereby amended to change Article I to read as follows:

"The name of this corporation shall be:

JOEL FOX, INC.,

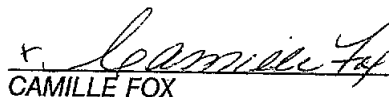
and its principal place of business shall be at 3101 NE 43rd Street, Fort Lauderdale, Florida 33308. This corporation shall have the right and power to transact business, and open offices and agencies in such other places, both within and without the State of Florida, and in foreign countries, as its directors may authorize."

RESOLVED, that this Corporation hereby authorizes its President, JOEL FOX, and its Secretary, CAMILLE FOX, to execute and file any and all necessary documentation as may be necessary or proper to carry the foregoing Resolutions into effect.

3. That the Resolutions above quoted were duly and regularly adopted by a Written Consent of Shareholders and Directors in Lieu of Special Meeting, in accordance with the By-Laws of the Corporation and the Florida General Corporation Act, and the Directors and Stockholders of the Corporation have the full power and authority to bind the Corporation pursuant thereto.

4. That the said Resolutions are outstanding and in full force and effect, and have not been modified or amended in any particular.

I have hereunto set my hand and seal as Secretary of BROWARD PAINT & WALL PAPER CO., INC., a Florida corporation, and affixed the corporate seal hereto, all of which has been duly done at Hollywood, Florida, this 4 day of JANUARY, 1997.


CAMILLE FOX

Secretary of Broward Paint & Wall Paper Co.,
Inc., a Florida corporation

[CORPORATE SEAL]