

Division of Corporations

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Florida Department of State
Division of Corporations
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CITY FURNITURE, INC.**

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December 14, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CITY FURNITURE, INC.
6701 NORTH HIATUS ROAD
TAMARAC, FL 33321

SUBJECT: CITY FURNITURE, INC.
REF: 483959

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please change the title of your amendment to Articles of Amendment to Articles of Incorporation (rather than Certificate of Incorporation).

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Annette Ramsey
Regulatory Specialist II

FAX Aud. #: H12000293159
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**ARTICLES OF AMENDMENT TO THE ARTICLES OF
INCORPORATION OF CITY FURNITURE, INC.** SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes §607.1003, the Articles of Incorporation of City Furniture, Inc. (the "Corporation") is hereby amended as provided herein.

1. The name of this Corporation is City Furniture, Inc.
2. Article IV of Corporation's Articles of Incorporation is hereby deleted in its entirety and replaced by the following:

"ARTICLE IV

The aggregate number of shares which the corporation shall have the authority to issue is One Hundred (100) shares of Voting Common Stock, \$5.00 par value (the "Voting Common Stock"), and Nine Hundred (900) shares of Non-Voting Common Stock, \$5.00 par value (the "Non-Voting Common Stock").

The holders of Voting Common Stock and Non-Voting Common Stock shall have identical rights with respect to (a) distributions from the Corporation; (b) the liquidation of the Corporation; and (c) all other matters affecting the Corporation, except that the holders of Non-Voting Common stock shall not be entitled to vote on matters affecting the Corporation (unless required by Florida Statutes §607.1004(4), 607.1103(6) or other provisions of Florida law)."

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.
4. The amendment herein provided for was duly recommended by the Board of Directors of the Corporation to the sole shareholder.
5. The amendment herein provided for was unanimously approved and adopted by the sole shareholder of the Corporation on December 13, 2012.
6. The reclassification and exchange of shares contemplated by these Articles of Amendment will be implemented pursuant to that certain Plan of Recapitalization approved by the Board of Directors and the sole shareholder of the Corporation.
7. These Articles of Amendment shall be effective as of the date these Articles of Amendment are filed with the Department of State of the State of Florida.

The undersigned has executed these Articles of Amendment to the Articles of Incorporation of City Furniture, Inc., this 13 day of December, 2012.

By: 
Keith Koenig, President