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To:

Division of Corporations

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From:

Account Name : A 1 A CORPORATE SERVICES, INC.

Account Number : I20010000247
Phone : : (305)674-3313
Fax Number : (305)675-2811

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BASIC AMENDMENT

CARPET CAROUSEL, INCORPORATED

Certificate of Status	0
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Page Count	02
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

CARPET CAROUSEL, INCORPORATED

(present name)

653656

(Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Hereby C. K. COFER, resigns as Director and President.

Hereby ROBERT C. BRANTLEY, 405 KENTUCKY BRANCH LN.

JACKSONVILLE FL 32259 is appointed as Director and President.

Hereby ROBERT BRANTLEY JR., 688 KINGSLEY AVENUE

ORANGE PARK FL 32073 is appointed as Director, Treasurer and Secretary.

Hereby CHARLES C. STURGELL, 688 KINGSLEY AVENUE

ORANGE PARK FL 32073 is appointed as Director and Vice-President.

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SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

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THIRD: T	he date of each amendment's adoption: 18-02-03
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
æ	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amondment(s) wastwore approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient
	for approval by (Voling group)
0	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 2 day of october 2003
Signsture	Blut Chartley (By the Chairman or Vice Chairman of the Board of Directors, Franklass or other officer if adopted by
	the transporters of a way or man man of the Donn of Transport Legisland of Science of Science of Science of
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	ROBERT C, BRANTLEY (Typed of primed same)
	DIRECTOR
	(Trite)

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