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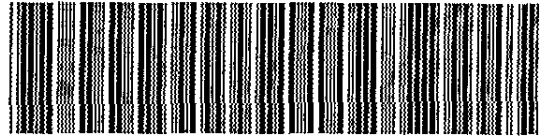
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6/9
21 7/10

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Astro Textile Holdings, Inc.
(Name of corporation)

DOCUMENT NUMBER: _____

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Roberto Arevalo
(Name of person)

Bomar Industries International, Inc.
(Name of firm/company)

2201 4th Avenue North
(Address)

Lake Worth, FL 33461
(City/state and zip code)

For further information concerning this matter, please call:

Roberto Arevalo at (561) 1642-6633
(Name of person) (Area code & daytime telephone number)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. ASTRO TEXTILE HOLDINGS, INC.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware
(Incorporated under laws of)
3. January 5, 2001
(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? April 16, 2001
5. TEXTILE HOLDINGS, INC.
(Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

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TALLAHASSEE, FLORIDA

[Signature]
(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

NIMROD NATAN
(Typed or printed name)

6/3/03
(Date)

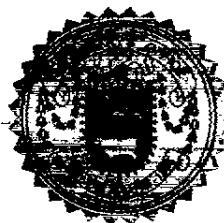
President
(Title)

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ASTRO TEXTILE HOLDINGS, INC.", CHANGING ITS NAME FROM "ASTRO TEXTILE HOLDINGS, INC." TO "TEXTILE HOLDINGS, INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF APRIL, A.D. 2001, AT 10 O'CLOCK A.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2828477 8100

AUTHENTICATION: 2441391

030350020

DATE: 05-29-03

**CERTIFICATE OF AMENDMENT
OF
AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
ASTRO TEXTILE HOLDINGS, INC.**

Pursuant to the provisions of Section 242 of the General Corporation Law of the State of Delaware, Astro Textile Holdings, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), hereby certifies:

I. The name of the Corporation is Astro Textile Holdings, Inc. The corporation was originally incorporated under the name of Astro Textile Holdings, Inc. and the original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on December 18, 1997.

II. The Amended and Restated Certificate of Incorporation of the Corporation is hereby amended by deleting "ASTRO TEXTILE HOLDINGS, INC." from the title and substituting in lieu thereof "TEXTILE HOLDINGS, INC."

III. The Amended and Restated Certificate of Incorporation of the Corporation is hereby further amended by striking ARTICLE I in its entirety and inserting in lieu thereof the following:

"ARTICLE I

The name of the corporation is Textile Holdings, Inc. (the "Corporation")."

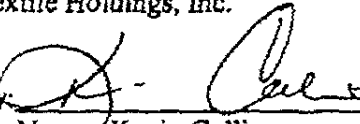
IV. The above amendments to the Amended and Restated Certificate of Incorporation of the Corporation were found to be in the best interests of the Corporation by unanimous written consent of the Board of Directors dated as of April 12, 2001. In the same written consent it was directed that the amendments be submitted for approval by the stockholders of the Corporation. The amendments were adopted by written consent of the stockholders dated as of April 12, 2001 in accordance with Section 228 of the General Corporation Law of the State of Delaware.

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IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be executed by its duly authorized officer this 12th day of April, 2001.

ASTRO TEXTILE HOLDINGS, INC.
hereafter to be known as
Textile Holdings, Inc.

By: 
Name: Kevin Collins
Title: President

ATL/769958.1

TOTAL P.06