



F01000003853
TECHNICAL OLYMPIC, INC.

January 23, 2002

By Overnight Delivery Service
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Office of the Secretary of State of Florida
 Amendment Section
 Division of Corporations
 409 E. Gaines Street
 Tallahassee, Florida 32399

600004795456--9
 -01/25/02--01009--001
 *****72.00 *****72.00

Re: Technical Olympic USA, Inc. (n/k/a Technical Olympic, Inc. d/b/a
 Technical O., Inc.): Application by Foreign Profit Corporation to File
 Amendment to Application for Authorization to Transact Business in
 Florida

Dear Florida Secretary of State Division of Corporations:

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 -01/25/02--01009--001
 *****72.00 *****70.00

For filing, enclosed please find the following:

1. Florida Transmittal Letter Form
2. Technical Olympic, Inc. d/b/a Technical O., Inc.'s (f/k/a Technical Olympic
 USA, Inc. d/b/a Technical O. USA, Inc.) Application by Foreign Profit
 Corporation to File Amendment to Application for Authorization to Transact
 Business in Florida
3. A check made out to the Department of State in the total amount of \$72.00 to
 cover the following fees:
 - \$35 filing fee for Application by Foreign Profit Corporation to File
 Amendment to Application for Authorization to Transact Business in
 Florida
 - \$19.50 fee for two certified copies of the Amendment to Application for
 Authorization to Transact Business in Florida
 - \$17.50 fee for two amended certificates of status
4. A certified copy of the Certificate of Amendment of Certificate of Incorporation
 of Technical Olympic USA, Inc. from the Delaware Secretary of State (the home
 state of incorporation), which effected the name change from Technical Olympic
 USA, Inc. to Technical Olympic, Inc.

Also enclosed, please find a copy of the resolution adopting "Technical O., Inc."
 d/b/a in Florida and Texas, as well as a second copy of the Application by Foreign Profit
 Corporation to File Amendment to Application for Authorization to Transact Business in
 Florida (for file stamping).

*Olympic
 Not Acceptable
 adopted
 alternate
 name.*

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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 n1chq*

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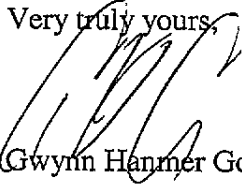
Florida Secretary of State Division of Corporations:

January 23, 2002

Please use the enclosed self-addressed, pre-paid AIRBORNE EXPRESS envelope to send the file stamped copy, certified copies and receipt back to me.

Please contact me immediately with any questions or issues. My office telephone number is 281.243.0160. My mobile telephone number is 979.236.2882. Thank you very much for your assistance.

Very truly yours,



Gwynn Hanmer Gorsuch

Encl.

cc: Holly A. Hubenak

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. Technical Olympic USA, Inc. d/b/a Technical O. USA, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. July 20, 2001
(Incorporated under laws of) (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? January 16, 2002
5. Technical Olympic, 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)
- 5(b). For Florida & Texas, new name is "Technical Olympic, Inc., d/b/a "Technical O., Inc."
6. If the amendment changes the period of duration, indicate new period of duration.

(not applicable)
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(not applicable)
(New jurisdiction)

Holly A. Hubenak
(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)

Holly A. Hubenak
(Typed or printed name)

January 23, 2002
(Date)

Vice President/Secretary
(Title)

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

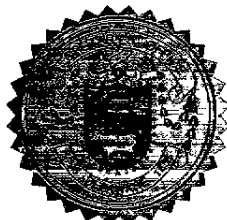
Delaware

PAGE 1

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 "TECHNICAL OLYMPIC USA, INC.", CHANGING ITS NAME FROM "TECHNICAL OLYMPIC USA, INC." TO "TECHNICAL OLYMPIC, INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF JANUARY, A.D. 2002, AT 2 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



3122400 8100

020031590

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1567699

DATE: 01-18-02

STATE of DELAWARE
CERTIFICATE of AMENDMENT of
CERTIFICATE of INCORPORATION

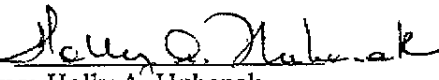
- **First:** That through a unanimous written consent in lieu of meeting of the Board of Directors of Technical Olympic USA, Inc., a Delaware corporation, resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the one stockholder of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

Resolved Further, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "FIRST" so that, as amended, said Article shall be and read as follows:

"FIRST: The name of the Corporation is Technical Olympic, Inc."

- **Second:** That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholder of said corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.
- **Third:** That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.
- **Fourth:** That the capital of said corporation shall not be reduced under or by reason of said amendment.

Technical Olympic, Inc.
(f/k/a "Technical Olympic USA, Inc.")

By: 
Name: Holly A. Hubenak
Title: Vice-President/Secretary

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned, Holly A. Hubenak, do hereby certify that this Resolution of the Board of Directors of Technical Olympic, Inc., a corporation duly organized and existing under the laws of the State of Delaware, was duly adopted on 1-15-02.

Resolved, that Technical Olympic, Inc., organized and existing in the State of Delaware hereby adopts the name Technical O., Inc. for use in Florida and Texas.

Dated: Jan 23, 2002



Holly A. Hubenak, Vice President and Secretary