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July 3, 1997

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** FLORIDA BAR CERTIFIED IN
TAXATION
* OF COUNSEL

CERTIFIED MAIL

Secretary of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

700002253107-6
-07/30/97-01112-005
*****87.50 *****87.50

RE: HERITAGE FLOORING SYSTEMS, INC. f/k/a
HERITAGE CARPET & TILE, INC.

Gentlemen:

We have prepared and enclosed the Articles of Amendment of Articles of Incorporation of Heritage Carpet & Tile, Inc. Also enclosed is our check in the amount of \$87.50 to cover the cost of filing the Articles of Amendment and providing a certified copy of the articles to our offices.

Thank you for your help in this matter.

Very truly yours,

ALAN H. BASEMAN
For the Firm

FILED
97 JUL 30 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AHB:bjc
Enclosures
cc/enc: Runo Smith, President
n:\wp51\Articles\Heritage.ltr

Name change
HFB
8-7-97

FILED

97 JUL 30 PM 2:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
HERITAGE CARPET & TILE, INC.

1. The name of the corporation is HERITAGE CARPET & TILE, INC.

2. Article FIRST of the Articles of Incorporation is hereby amended to read as follows:

ARTICLE I

The name of this corporation shall be:

HERITAGE FLOORING SYSTEMS, INC.

3. The foregoing amendment was adopted by written consent in lieu of a special meeting of shareholders and directors to which all of them consented on June 25, 1997.

4. The foregoing amendment shall be effective immediately upon filing by the Department of State.

In witness whereof, the foregoing Articles of Amendment to the Articles of Incorporation were executed this 25th day of June, 1997.



RUNO SMITH, President