

**CAPITAL CONNECTION, INC.**

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**G49788**

Heritage Flooring  
 Systems, Inc

300002381903--7  
 -12/24/97--01043--005  
 \*\*\*\*\*87.50 \*\*\*\*\*87.50

- \_\_\_ Art of Inc. File \_\_\_\_\_
- \_\_\_ LTD Partnership File Amend
- \_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_ L.C. File \_\_\_\_\_
- \_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_ Merger File \_\_\_\_\_
- Art. of Amend. File \_\_\_\_\_
- \_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- Cert. Copy \_\_\_\_\_
- \_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_ Officer Search \_\_\_\_\_
- \_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_ Driving Record \_\_\_\_\_
- \_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_ Courier \_\_\_\_\_

FILED  
 97 DEC 24 AM 9:38  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

97 DEC 24 AM 11:06  
 DIVISION OF REGISTRATION

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|-------------------|----------|
| Name Availability | 12/26/97 |
| Document Examiner | DOON     |
| Updater           | DOON     |
| Update Verifier   | DOON     |
| Acknowledgement   | DOON     |
| W.P. Verifier     | DOON     |

Signature \_\_\_\_\_

Requested by LS 12/24 10:35  
 Name Date Time

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
HERITAGE FLOORING SYSTEMS, INC.**

97 DEC 24 AM 9:31  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

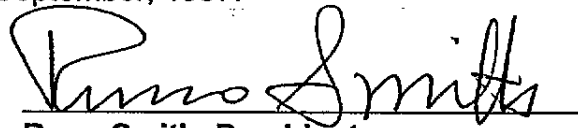
1. The name of the corporation is **HERITAGE FLOORING SYSTEMS, INC.**
2. Article III of the Articles of Incorporation is hereby amended to read as follows:

**ARTICLE III: CAPITAL STOCK**

The corporation shall have only common stock. The common stock of the corporation shall be divided into 1,000,000 shares, all with no par value.

3. The foregoing amendment is being made as part of a Plan of Recapitalization that requires the exchange of all of the currently authorized, issued, and outstanding shares of common stock for the 1,000,000 newly authorized shares of common stock. The exchange will be implemented by the corporation issuing 10,000 shares of the newly authorized common stock in exchange for the each of the 100 currently authorized, issued, and outstanding shares of common stock.
4. The foregoing amendment was adopted by written consent in lieu of a special meeting of shareholders to which all of the shareholders consented on August 28, 1997 pursuant to Sections 607.0704 and 607.1003(6) of the Florida Business Corporation Act.
5. The foregoing amendment shall be effective immediately upon filing by the Florida Department of State.

**IN WITNESS WHEREOF**, the foregoing Articles of Amendment to the Articles of Incorporation were executed this 15<sup>th</sup> day of September, 1997.

  
Runo Smith, President