



CARPET & TILE, INC.
LEADERSHIP IN QUALITY

June 21, 1999

FEDERAL EXPRESS

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-06/24/99-01065-002
*****43.75 *****43.75

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

FILED
99 JUN 21 PM 1:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

Dear Sir or Madam:

We are enclosing the Articles of Amendment of our Articles of Incorporation.

Also enclosed is our check in the amount of \$43.75 to cover the cost of filing the Articles of Amendment and providing a certified copy of the articles to our office.

Please let me know if you need any further information in order to process this request.

Thank you.

Sincerely,

Jeri A. Smith
Vice President

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

99 JUN 24 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

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

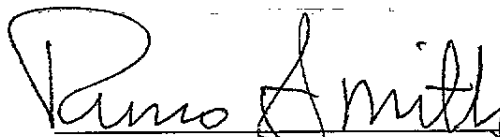
ARTICLE I

The name of this corporation shall be:

HERITAGE CARPET & TILE, 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 21, 1999.
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 21st day of June 1999.



RUNO SMITH, President