P0000003/686, COLLEEN PHILLIPS INTERIOR DESIGN, INC.

August 24, 2000

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

Attn: Amendment Section

Dear Sir or Madam::

Forms were previously sent to you regarding my application for ARTICLES OF INCORPORATION.

Enclosed please find the addition of ARTICLE IX which provides my title as President of COLLEEN PHILLIPS INTERIOR DESIGN, INC. to complete information requested.

Your assistance in amending the before mentioned Articles of Incorporations as soon as posssible will be greatly appreciated.

Sincerely,

Colleen R. Phillips

President

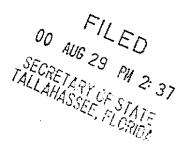
Enclosure

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



Colleen Phillips Interior Design, Inc.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

NAME: COlleen R. Phillips

TITLE: PresideNT

ADDRESS: 13245 ATLANTIC BLVD., SUITE 4-242

JACKSONVILLE, FL 32225

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: 8-24-2000.
FOURTH: Adoption of Amendment(s) (CHECK ONE)	
0	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient
	for approval by
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
X	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signatu	Signed this 24th day of August . 2000.
Signatu	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	COLLEEN R. PHILLIPS Typed or printed name
	PRESIDENT INCORPORATOR