

Attorney at law

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January 18, 2001

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

RE: Nice-Val Furniture of Crestview, FL., Inc.-Amendment

Dear Ms Harris:

Enclosed please find the original of an article of amendment to the Articles of Incorporation and a check in the amount of \$35.00 to cover the filing charges.

Thank you for your attention to this matter.

Respectfully,

W. Howard LaPorte

WHL/sb  
Enclosure

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLE OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
NICE-VAL FURNITURE OF CRESTVIEW, FL., INC.

To: Department of State  
Tallahassee, Florida 32304

Pursuant to the provisions of Section 607 of the Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

1. The name of the corporation is NICE-VAL FURNITURE OF CRESTVIEW, FL., INC.
2. The following amendments of the articles of incorporation were adopted by unanimous vote of the directors of the corporation on October 25, 2000 in the manner prescribed by the Florida General Act:

ARTICLE FOUR  
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 1000. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. No stock shall be issued or transferred to a nonresident alien. Stock will be issued and transferred only to (1) natural persons, (2) estates, or (3) a trust as described in 26 U.S.C.A. 1371 defining a qualified "small business corporation".

3. The number of shares of the corporation outstanding at the time of such adoption was 1000; and the number of shares entitled to vote thereon was 1000.

4. Only one type or class of shares were issued and each share was entitled to vote.

Class	Number of Shares
Common	1000

5. The number of shares voted for such amendment was 1000; and the number of shares voted against such amendment, was -0-.

6. The manner in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment is to be effective upon filing with the secretary of state.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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7. This amendment does not make any change in the number of share of stock or the par value of the stocks or the amount of stated capital. The only change deals with the language for a Subchapter S corporation and allows the Stock to be issued and transferred only to (1) natural persons, (2) estates, or (3) a trust a described in 26 U.S.C.A. 1371 defining a qualified "small business corporation".

Dated October 25, 2000.

NICE-VAL FURNITURE OF CRESTVIEW, FL., INC.

BY:

Dewey E. Sellers  
Dewey E. Sellers, President of Board of Directors  
Shareholder of 600 shares

Marion J. Sellers  
Marion J. Sellers, Director and shareholder of  
400 shares of stock

Michael L. Mills  
Michael L. Mills, Secretary

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF OKALOOSA

I CERTIFY that on this date before me, Debra C. Eisenburg, an officer duly authorized in the state and county named above to take acknowledgments, personally appeared DEWEY E. SELLERS, MARION J. SELLERS, and MICHAEL L. MILLS, who proved to my satisfaction that he is the person described in by producing ID \_\_\_\_\_ or who is personally known to me and who executed the foregoing instrument as the entire board of directors of NICE-VAL FURNITURE OF CRESTVIEW, FL., INC., a corporation organized under the laws of Florida. Each acknowledged before me that he or she executed the foregoing instrument as such director.

Executed and sealed by me at Crestview, Florida on October 25, 2000.

Debra C. Eisenburg  
NOTARY PUBLIC/  
MY COMMISSION EXPIRES: