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BASIC AMENDMENT
CELTIC CUSTOM TILE, INC.

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ARTICLES OF AMENDMENT

Article I. Name

The name of this Florida corporation is:
Celtic Custom Tile, Inc.

Article II. Amendment

The Articles of Incorporation of the Corporation are amended as follows:
Article III is deleted in its entirety and replaced with the following:

Article III. Registered Agent

The name and address of the Registered Agent of the Corporation is

Catherine L. Astronskas
5900 S. Tamiami Trail Suite I
Sarasota, FL 34231

Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on
April 9, 2001.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the
Corporation's Board of Directors and approved by the shareholders by a vote
sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.

Celtic Custom Tile, Inc.

By: 

R. A. Fernandez as attorney-in-fact

Name: William Scott Murphy

Title: President

Date: 4/9/01

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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