A CCOUNTING CENTER

for Small Business, Inc.

Evelyn Rivera, President

Tax & Bookkeeping Services

P0100036550

May 8, 2001

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

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SUBJECT:

CARELLI TILE & DESIGN, INC.

Enclosed please find the original and one (1) copy of the Articles of Amendment to Articles of Incorporation for the above corporation and check in the amount of \$48.75 for filling fee and certified of status.

FROM:

Accounting Center for Small Business, Inc.

Evelyn Rivera

100 S Semoran Blvd. Ste B

Orlando, FL 32807

Telephone (407) 281-0227

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SECRETARY OF STATE



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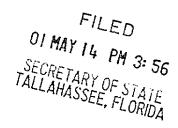
ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

CARELLI DESIGN & TITLE, INC.



Pursuant to the provision of section 607.1006, Florida Statues, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST:

Amendment (s) Adopted:

The articles of incorporation CARELLI DESIGN & TITLE, INC., were filed on April 6, 2001 and assigned document number P01000036550.

1. The new name of the Corporation shall be:

CARELLI TILE & DESIGN, INC.

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 adoption of the amendment was: May 8, 2001.

FOURTH:	Adoption of Amendment	
	<u> </u>	The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.
		The amendment was 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:
	. <u></u>	The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.
		The amendment was adopted by the incorporators without shareholders action and shareholder action was not required.
Signed this 08 day of May, 2001.		

Signature

CARELLI DESIGN & TILE, INC.