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(Requestor's Name)

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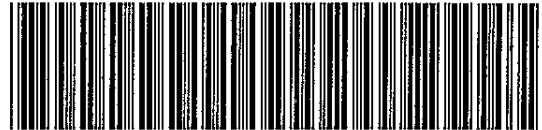
(Business Entity Name)

(Document Number)

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FILED
02 DEC 23 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
1a 1/9/03

November 21, 2002

Florida Dept. Of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Subj: Amendment of EXCLUSIVE TILE AND STONE, INC.

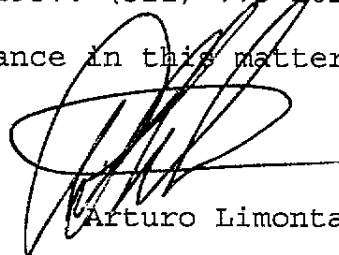
Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Amendment to Articles of Incorporation for the subject corporation.
2. A check in the amount of \$35.00 to cover the filing fees for the Amendment to the existing Articles.

Kindly acknowledge filing of this Amendment to the Articles of incorporation, in compliance with Florida law and return the certified copy of the Amendment to the Articles of Incorporation to the undersigned at Atlantic Paralegal Services, Inc., 1592 N. HWY A1A, Satellite Beach, FL 32937. (321) 773-2020.

Thank you for your assistance in this matter.



Arturo Limonta

FILED
02 DEC 23 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO ARTICLES
TO
ARTICLES OF INCORPORATION
OF
EXCLUSIVE TILE AND STONE, INC.

FILED
02 DEC 23 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I.

The name of the Corporation is EXCLUSIVE TILE AND STONE, INC., which was duly incorporated on May 22, 2001 by the State of Florida.

Article II

The principal place of business address:

2825 BUSINESS CENTER BOULEVARD
WICKHAM BUSINESS PARK, STE. C-3
MELBOURNE, FL 32940

The mailing address of the Corporation is:

2825 BUSINESS CENTER BOULEVARD
WICKHAM BUSINESS PARK, STE. C-3
MELBOURNE, FL 32940

Article V

The name and Florida street address of the registered agent is:

ARTURO LIMONTA, Registered Agent
8265 N. WICKHAM ROAD, #A
MELBOURNE, FL 32940

Article VII

The name and address of each of the officers of this Corporation is as follows:

ARTURO LIMONTA, President
8265 N. WICKHAM ROAD, #A
MELBOURNE, FL 32940

AMY LYNN LIMONTA, Vice-President
8265 N. WICKHAM ROAD, #A
MELBOURNE, FL 32940

Article IX

The name and address of the directors of the Corporation is as follows:

ARTURO LIMONTA
8265 N. WICKHAM ROAD, #A
MELBOURNE, FL 32940

AMY LYNN LIMONTA,
8265 N. WICKHAM ROAD, #A
MELBOURNE, FL 32940

All other Articles of the Corporation remain unchanged.

The Directors and Shareholders of the Corporation wish to accept the resignation of JOSE R. SALAZAR, Jr. as Registered Agent of the Corporation.

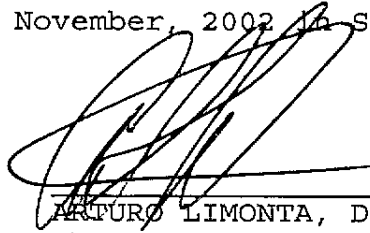
The Director and Shareholders wish to accept the resignation of JOSE R. SALAZAR as Vice President and Director of the Corporation and ZEUXIS R. SALAZAR as Secretary and Director of the Corporation.

The Directors, Shareholders and Officers adopt this amendment effective at their Special Meeting dated November 29, 2002.

The effective date of the adoption by the Directors, Shareholders and Officers of the above mentioned Amendments was November 29, 2002.

The Amendments were adopted by the Directors, the Shareholders and the Officers of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed this Amendment on the 29 day of November, 2002 in Satellite Beach, Florida.



ARTURO LIMONTA, Director,
Shareholder, Registered Agent

STATE OF FLORIDA
COUNTY OF BREVARD

Before me personally appeared ARTURO LIMONTA, who has SWORN TO AND SUBSCRIBED before me this 29 day of November, 2002, to be the persons who executed this Amendment, and he acknowledged before me that they executed this Amendment for EXCLUSIVE TILE AND STONE, INC., on behalf of the Corporation and have presented Arturo Limonta, as identification.


Notary Public



Zane L. Vest
Commission # CC 979373
Expires Nov. 2, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

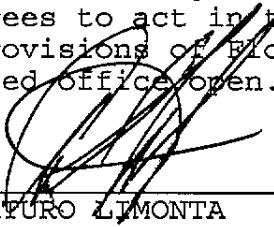
DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034,
Florida Statutes, the following is submitted:

That EXCLUSIVE TILE AND STONE, INC., a corporation under the laws of the State of Florida, with its principal office at 2825 Business Center Boulevard, Wickham Business Park, Ste. C-3, Melbourne, Brevard County, Florida 32940, has named ARTURO LIMONTA located at 2825 Business Center Boulevard, Wickham Business Park, Ste. C-3, Melbourne, Brevard County, Florida 32940 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



ARTURO LIMONTA
Registered Agent

RESIGNATION

OF THE REGISTERED AGENT, SHAREHOLDER, DIRECTOR AND OFFICER OF
EXCLUSIVE TILE AND STONE, INC.

I, the undersigned Registered Agent, Shareholder, Director
and Officer of EXCLUSIVE TILE AND STONE, INC., hereby resign as
Registered Agent, Shareholder, Director and Officer of EXCLUSIVE
TILE AND STONE, INC. I, JOSE R. SALAZAR, JR. hold no shares of
said corporation.

Date:


JOSE R. SALAZAR, JR.

STATE OF FLORIDA
COUNTY OF BREVARD

Before me personally appeared JOSE R. SALAZAR, JR. who has
SWORN TO AND SUBSCRIBED before me this 29 day of November, 2002
to be the person who executed this resignation, and has presented
Driver's License as identification.


Notary Public



Zane L. Vest
Commission # CC979373
Expires Nov. 2, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

RESIGNATION

OF AS SHAREHOLDER, DIRECTOR AND OFFICER OF
EXCLUSIVE TILE AND STONE, INC.

I, the undersigned Registered Agent, Shareholder, Director and Officer of EXCLUSIVE TILE AND STONE, INC., hereby resign as Registered Agent, Shareholder, Director and Officer of EXCLUSIVE TILE AND STONE, INC. I, ZEUXIS R. SALAZAR hold no shares of said corporation.

Date:


ZEUXIS R. SALAZAR

STATE OF FLORIDA
COUNTY OF BREVARD

Before me personally appeared ZEUXIS R. SALAZAR who has SWORN TO AND SUBSCRIBED before me this 29 day of November, 2002 to be the person who executed this resignation, and has presented Driver's license as identification.


Notary Public



Zane L. Vest
Commission # CC 979373
Expires Nov. 2, 2004
Bonded Thru
Atlantic Bonding Co., Inc.