

Florida Department of State

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From

Account Name : HODGSON RUSS LLP Account Number : 072720000242

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BASIC AMENDMENT

COOPER FLOORING CORP.

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ARTICLES OF AMENDMENT

TO

ART CLES OF INCORPORATION

OF

COOPER FLOORING CORP.

SECRETARY OF STATE DIVISION OF CORPORATIONS

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned Robert Cooper, being the President of COOPER FLOORING CORP., a Florida corporation (the "Corporation"), does hereby certify:

- 1. The name of the Corporation is COOPER FLOORING CORP.
- 2. The Articles of Incorporation of the Corporation are hereby amended to change the name of the Corporation from COOPER FLOORING CORP. to:

BENNINGTON CARPET & TILE, INC.

To effect such amendment, Article I of the Articles of Incorporation is hereby amended and restated in its entirety to read as follows:

"ARTICLE I

NAME

The name of this corporation is "BENNINGTON CARPET & TILE, INC."

3. The foregoir g amendment of the Articles of Incorporation was authorized by the written consent of the Board of Directors of the Corporation on November 28, 2001 followed by the written consent of the holders of all of the outstanding shares of the Corporation

H01000118157 6

on November 28, 2001 who were entitled to vote thereon. The number of votes cast for the foregoing amendments by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment of Articles of Incorporation this 2 day of November, 2001.

Robert Cooper.

President

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H01000118157 6