

P02000000807

MANELLA & KLAPHOLZ

A Partnership of Professional Associations
Attorneys at Law

Ross H. Manella, P.A.*
Joseph P. Klapholz, P.A.**

* Also Member of the
Quebec Bar

** ALSO MEMBER OF THE
MARYLAND BAR

2500 HOLLYWOOD BOULEVARD
SUITE 212
HOLLYWOOD, FLORIDA 33020
(954) 925-3355
DIRECT LINE: ext. 135
FAX: (954) 923-0185

August 2, 2002

900006938549--1
-08/07/02--01021--007
*****35.00 *****35.00

Secretary of State
Division of Corporation
Amendment Section
P.O. Box 6327
Tallahassee, Fl. 32314

Re: Change of Name of Corporation

Gentlemen:

Enclosed herein please find the following documents:

1. Certificate of Amendment of Certificate of Incorporation
of Clad Custom Tile, Inc. duly executed by its President and
Secretary.

2. Certified copy of corporate resolution.

3. Check in the amount of \$ 35.00 made payable to Secretary
of State in payment of the filing fee.

Kindly process these documents at your earliest convenience and
forward a proof of change of name to the undersigned at your
earliest convenience.

We thank you for your cooperation in this matter. As always,
should you have any questions, please do not hesitate to contact
the undersigned accordingly. I remain,

Very Truly Yours,

MANELLA & KLAPHOLZ

JOSEPH P. KLAPHOLZ

JPK/dml
Enc.

FILED
02 AUG -7 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Lewis 8/13/02

CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION
of
CLAD CUSTOM TILE, INC.

FILED
02 AUG -7 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

It is hereby certified that:

1. The name of the corporation (hereinafter called the "Corporation") is CLAD CUSTOM TILE, INC. with the effective date of August 1, 2002.

2. The certificate of incorporation of the corporation is hereby amended by striking out Article I thereof and by substituting in lieu of said Article I the following new Article I:

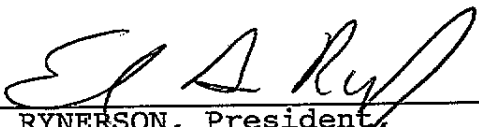
ARTICLE I

NAME OF COMPANY

The name of this corporation shall be CLAD TILE AND STONE, INC.

3. The amendment of the certificate of incorporation herein certified has been duly adopted in accordance with the provisions of Chapter 607.1006 of The Florida Business Corporation Act and Florida State Law by unanimous consent of all directors and shareholders.

Signed and effective on this 29 day of July, 2002.


EARL RYNERSON, President,
Vice President and Secretary

WRITTEN CONSENT OF SHAREHOLDERS AND DIRECTORS
IN LIEU OF SPECIAL MEETING PURSUANT TO
SECTIONS 607.0704, 607.0821 AND 607.1006
OF THE FLORIDA GENERAL CORPORATION ACT.

CLAD CUSTOM TILE, INC.

The undersigned, being the Shareholders and Directors of CLAD CUSTOM TILE, INC., a Florida Corporation (hereinafter referred to as "Corporation"), do hereby take and adopt action in writing without a meeting. The Chairman stated the purpose of the meeting was to discuss and approve the following items of business:

1. That the Articles of Incorporation of this Corporation be amended to change Article I changing the name of CLAD CUSTOM TILE, INC., to CLAD TILE AND STONE, INC., with an effective date of August 1, 2002 at 12:01 a.m.

2. That the President, Vice-President and Secretary, EARL RYNERSON, be authorized to execute and file any and all necessary documentation as may be necessary or proper to carry the foregoing resolution into effect.

Dated this 29 day of July, 2002.



EARL RYNERSON
President/Vice President and
Secretary of Corporation

CERTIFIED COPY OF CORPORATE RESOLUTION OF

CLAD CUSTOM TILE, INC.

I, EARL RYNERSON, do hereby certify that I am the duly elected Secretary of CLAD CUSTOM TILE, INC., a Florida Corporation, and hereby certify unto whom it may concern and unto whom in particular, as follows:

1. That Clad Custom Tile, Inc. a Florida Corporation, hereinafter referred to as "Corporation" is an active corporation and I am its Secretary.

2. That by Written Consent of Stockholders and Directors in Lieu of Special Meeting in accordance with the laws of the State of Florida, dated the 29th day of July, 2002, the following resolutions were unanimously adopted by the Board of Directors and Stockholders of the Corporation, to wit:

BE IT RESOLVED, by the Board of Directors and Stockholders of CLAD CUSTOM TILE, INC., a Florida Corporation, as follows:

RESOLVED, that the Articles of Incorporation of this Corporation be and they are hereby amended to change Article I to read as follows:

ARTICLE I

NAME OF COMPANY

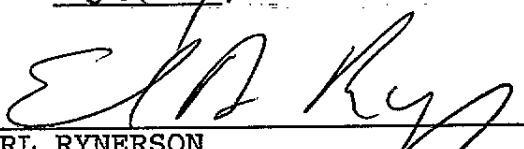
The name of this corporation shall be CLAD TILE AND STONE, INC.

RESOLVED, that this Corporation hereby authorizes its President and Secretary, Earl Rynerson, to execute and file any and all necessary documentation as may be necessary or proper to carry the foregoing resolutions into effect.

3. That the resolutions above quoted were duly and regularly adopted by a Written Consent of Shareholders and Directors in Lieu of special Meeting, in accordance with the By-Laws of the Corporation, Florida State Law and The Florida Business Corporation Act, and the Directors and Stockholders of the Corporation have the full power and authority to bind the Corporation pursuant thereto.

4. That the said resolutions are outstanding and in full force and effect and have not been modified or amended in any particular.

I have hereunto set my hand and seal as Secretary of Clad Custom Tile, Inc., a Florida Corporation, and affixed the corporate seal hereto, all of which has been duly done at Hollywood, Broward County, Florida, this 29 day of July, 2002.



EARL RYNERSON
President/Vice-President and
Secretary of Corporation

[seal]