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BASIC AMENDMENT

HOME & HEARTH, INC.

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| Estimated Charge | \$35.00 |

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
HOME & HEARTH, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is HOME & HEARTH, INC.

2. A new Section 10 of the Articles of Incorporation of HOME & HEARTH, INC. is hereby created to read:

"10. Officers. ROCCO MARZELLA shall be President, Secretary, and Treasurer of the corporation until he is removed or replaced in accordance with the bylaws."

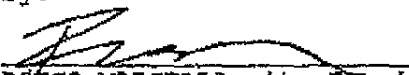
3. The foregoing amendment was approved by the sole incorporator and stockholder, which is sufficient for approval thereof on the 19 day of March, 2004.

4. The foregoing amendment does not provide for an exchange, reclassification or cancellation of issued shares.

IN WITNESS WHEREOF, the undersigned Incorporator and President of this Corporation has executed these Articles of Amendment this 19 day of March, 2004.

HOME & HEARTH, INC.

By:


ROCCO MARZELLA, its President

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