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AMERICA

TRANSMITTAL LETTER

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

SUBJECT: MICHAEL H. MCCLEARY TILE, INC.

Dear Sir or Madam:

Please find enclosed for filing one original and one copy of the AMENDED Articles of Incorporation. Also enclosed is a check in the amount \$ 52.50 for the filing fee, certified copy and certificate of status.

Please return to: MICHAEL H. MCCLEARY TILE, INC.

C/O MICHAEL H. MCCLEARY - PRESIDENT

37341 GENIUS CT LADY LAKE, FL 32159

NOTE: The original and one copy of the AMENDED articles are enclosed.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF MICHAEL H. MCCLEARY TILE, INC.

Pursuant to provision of section 607.1006, Florida Statutes, the Florida profit corporation adopts the following articles of amendment to it articles of incorporation:

FIRST: Amendment(s) adopted:

ARTICLE IV SHARES

The aggregate number of shares which the Corporation has authority to issue is 1,200 shares of common stock with no par value.

SECOND: Amendment(s) adopted:

ARTICLE V DIRECTORS/OFFICERS

MICHAEL H. MCCLEARY OSCAR W FREEMAN JR
PRESIDENT/DIRECTOR VICE PRES/DIRECTOR
37341 GENIUS CT 37341 GENIUS CT

LADY LAKE, FL 32159 LADY LAKE, FL 32159

THIRD: The date of each amendment's adoption: February 27, 2004.

FOURTH: Adoption of Amendments

The amendments were adopted by the incorporator(s) without shareholder action was not required.

Signed this 27TH day of February, 2004

Signature

McCleary - President/Director