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BASIC AMENDMENT

AWESOME TILE & CUSTOM DESIGN, INC.

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Amended
TS 12/1/04

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
AWESOME TILE & CUSTOM DESIGN, INC.**

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST:

Amendment adopted: Article 6: Board of Directors/Officers: The number of Directors constituting the Board of Directors is ~~two~~ The number of Directors may be increased from time to time in accordance with the bylaws but shall never be less than 1 (one). The names and addresses of the director/officers of the corporation are as follows: Edward J. Freidman, President
2849 Grafton Street
Sarasota, FL 34231

And

Sherrie Freidman, Secretary/Treasurer
2849 Grafton Street
Sarasota, FL 34231

SECOND: The date of the amendments' adoption is November 5, 2004.

FOURTH: The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 5th day of November, 2004.

Signature


Sherrie Freidman, Secretary