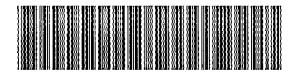
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: TIM'S CUSTOM TILE, INC.

The enclosed Articles of Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Timothy A. Pierce (Name of Contact Person)

Tim's Custom Tile, Inc.

(Firm/Company)

2675 Indigo Circle

(Address)

Middleburg, FL 32068

(City/State and Zip Code)

For further information concerning this matter, please call:

Sandra Moore at (904) 282-4789 (Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

X \$35 Filing Fee

\$43.75 Filing Fee & Certificate of Status

\$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)

\$52.50 Filing Fee & Certificate of Status, Certified Copy (Additional Copy is enclosed)

Mailing Address
Amendment Section
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

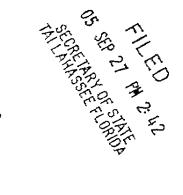
Articles of Amendment to Articles of Incorporation . of

Tim's Custom Tile, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

P04000162362

(Document Number of Corporation)



Pursuant to the provisions of sections 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendments(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A proffesional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED - (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC) Changing Offices-

Timothy A. Pierce, President & Secretary Joshua Harris, Vice President Robert Lentz, Treasurer

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

Timothy A Pierce-80 Shares
Toshua Harris - 10 shares
Robert hent z - 10 shares

The date of each amendment(s) adoption: September 24, 2005.

Effective date if applicable: September 24, 2005

Adoption of Amendment(s) (CHECK ONE) The amendments(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval. The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s): "The number of votes cast for the amendment(s) was/were sufficient for approval by (voting group) The amendment(s) was/were adopted by the boad of directors without shareholder action and sharehold action was not required. X The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. Signed this 21, Day of September, 2005 Signature

Timothy A. Pierce
(Typed or printed name of person signing)

appointed fiduciary by that fiduciary)

(By a director, president or other officer - if directors officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court

President
(Title of person siging)