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December 1, 1999

Florida Dept. Of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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-12/20/99--01005-015
*****227.50 *****35.00

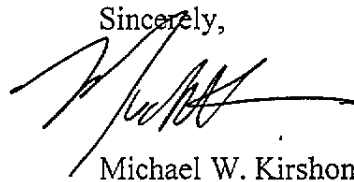
Re: The Tile Market of Plantation, Inc.
The Tile Market of St.Petersburg, Inc.
The Tile Market of Palm Beach, Inc. ✱
The Tile Market of Davie, Inc.

Dear Sir/Madam:

Enclosed please find for filing Articles of Incorporation for The Tile Market of Plantation, Inc. and The Tile Market of St.Petersburg, Inc., as well as Articles of Amendment for The Tile Market of Palm Beach, Inc. and The Tile Market of Davie, Inc. Please return certified copies of the Articles of Incorporation, and conformed copies of the Articles of Amendment to my office after filing.

My check in the amount of \$227.50 payable to the Florida Secretary of State is enclosed.
Thank you for your consideration and assistance.

Sincerely,


Michael W. Kirshon

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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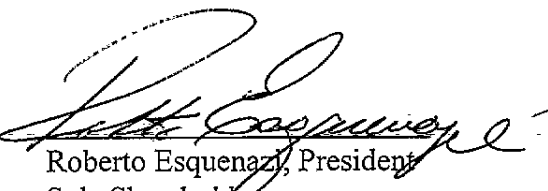
ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF TILE MARKET PALM BEACH, INC.

This Article of Amendment is made pursuant to Section 607.1006 Florida Statutes.

- I. Name of Corporation. The name of the Corporation is Tile Market Palm Beach, Inc.
- II. Amendment. Article I. of the Articles of Incorporation are amended to change the name of the Corporation to The Tile Market of Palm Beach, Inc.

This amendment to the Articles of Incorporation was adopted by the sole shareholder of the Corporation on December 16, 1999.

Dated: December 16, 1999.


Roberto Esquenazi, President
Sole Shareholder

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SECRETARY OF STATE
TALLAHASSEE FLORIDA