53694 CAPITAL CONNECTION, 417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302 TOLL FREE No. 1-800-342-8062 FAX (904) 222-1222 C.C. FEE. DISBURSED Capital Express* Art. of Inc. File NAME ___ Corp. Record Search FIRM _ Ltd. Partnership File ADDRESS ___ Foreign Corp. File _ () Cert. Copy(s) Art. of Amend, File PHONE (Dissolution/Withdrawal CUS-Service: Top Priority_ __ Regular_ Fictitious Name File One Day Service Two Day Service Name Reservation _ Return via Annual Report/Reinstatement Reg. Agent Service Matter No.: _____ Express Mail No. -Document Filing State Fee \$ _____ Our \$ _ Corporate Kit _ Vehicle Search __ Driving Record _ Document Retrieval UCC 1 or 3 File UCC 11 Search UCC 11 Retrieval _ File No.'s, ____Copies Courier Service Shipping/Handling Phone () Top Priority Express Mail Prep. _ FAX() SUBTOTALS DISBURSED..... N. HENDRICKS FEBI 1 9 1997 SURCHARGE..... TAX on corporate supplies..... SUBTOTAL REQUEST CONFIRMED **APPROVED** PREPAID..... DATE TIME BALANCE DUE..... CK No. ___ BY

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Will Pick Up

11-2521-7 PONDER'S INC., THOMASVILLE, GA

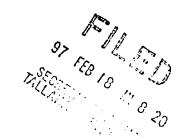
Please remit invoice number with payment

TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum.

THANK YOU

from Your Capital Connection

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



Dynamic	Kitchen			
(present name)				

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

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE 1: To change name from Dynamic Kitchen Design, Inc. to Dynamic Kitchen Designs, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 12/27/96

FO	URTH: 'Adoption of Amendment(s) (CHECK ONE)
X	The amendment(x) was/were approved by the shareholders. The number of votes cast for the amendment(x) 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 byvoting group
ם	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this day 15th of January 19 97
	Signature (By the Chairman ** ** ** ** ** ** ** ** ** ** ** ** **
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Typed or printed name
	Title

STATE OF BE