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TRANSMITTAL LETTER

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

FILED
97 MAY 19 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Super-Home Furniture, Inc.
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$ 35.00.

FROM: Super-Home Furniture, Inc..
Name (printed or typed)

1617 N.W. 27th Avenue
Address

Miami, FL 33125
City, State & Zip

(305) 261-6251
Telephone Number

800002183938--8
-05/19/97--01182--011
*****35.00 *****35.00

Note: Please provide the original and one copy of the Articles.

AM
RFG
5/27

AMENDMENT TO THE ARTICLES OF
INCORPORATION
OF
SUPER-HOME FURNITURE, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

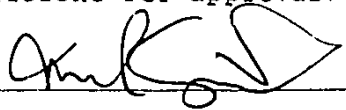
BEFORE ME, the undersigned authority, this day personally appeared, Manuel Gonzalez, Jr., who first by me being duly sworn deposes and says:

1. That affiant is the President, Vice President, Secretary, Treasurer, Director and stockholders of Super-Home Furniture, Inc., who has on the date set forth below have elected new officer to the corporation.

2. Be it amended that the corporation officers are hereby changed and shall hereafter be known as Manuel Gonzalez, Jr.- President/Vice President/Director, Manuel Gonzalez, Sr.- Secretary/Treasurer/Director.

3. The date of the change of officers shall be effective on the date filed in the Office of the Secretary of State, Division of Corporations, State of Florida. This is adopted the 8th day of May, 1997.

4. The number of votes cast by the shareholders was sufficient for approval.


Manuel Gonzalez, Jr.


Manuel Gonzalez,