



THE UNITED STATES
CORPORATION
COMPANY

COMPANY

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ACCOUNT NO. : 072100000032

REFERENCE : 110661 118517A

AUTHORIZATION : *Patricia Bivins*

COST LIMIT : \$ 43.75

ORDER DATE : January 25, 1999

ORDER TIME : 11:18 AM

ORDER NO. : 110661-005

400002753644--6

CUSTOMER NO: 118517A

CUSTOMER: Robert W. Bivins, Esq.
Fuller Holsonback & Bivins
Suite 2650
100 N. Tampa Street
Tampa, FL 33602

DOMESTIC AMENDMENT FILING

NAME: SAPALO TILE, INC.

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JAN 25 PM 1:03

RECEIVED

99 JAN 25 PM 5:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*No one
Change
Amend*

EFFECTIVE DATE:

ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm

EXAMINER'S INITIALS:

*ADR
1/25/99*

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SAPALO TILE, INC.

99 JAN 25 PM 5:42
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1003 of the Florida Business Corporation Act, Sapalo Tile, Inc. adopts these Articles of Amendment:

FIRST: The name of the corporation is Sapalo Tile, Inc.

SECOND: Article I of the corporation's Articles of Incorporation is amended entirely to read as follows:

ARTICLE I. NAME

The name of the corporation is **SOUTHWEST TILE & DESIGN, INC.**

THIRD: The foregoing amendment to Article I was adopted and approved by the board of directors of the corporation by written consent without a meeting on January 8, 1999, and presented to the sole shareholders of the common stock of the corporation (the only class of shareholders entitled to vote on the proposed amendment) for their consideration, with the recommendation that the sole shareholders approve the proposed amendment. The shareholders of the common stock of the corporation, which constitutes a sufficient number of votes to approve the amendment, adopted and approved the foregoing amendment to Article I at a duly called meeting on January 8, 1999, by written consent without a meeting.

FOURTH: The foregoing amendment will become effective when these Articles of Amendment are filed with the Florida Department of State.

EXECUTED: January 20, 1999

SAPALO TILE, INC.

ATTEST:

Darlena Nelms
Darlena Nelms
Secretary

By: Harry T. Nelms, III (SEAL)
Harry T. Nelms, III
President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing document was acknowledged before me this 20 day of January, 1999, by Harry T. Nelms, III, as President of Sapalo Tile, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification.

My commission expires: 10/23/99

Harry T. Nelms (SEAL)
Notary Public

01/13/99 5:04pm
rwb\nelms\sapalo\amend.art

OFFICIAL NOTARY SEAL
DIANA R NILES
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC504131
MY COMMISSION EXP. OCT. 23, 1999