

P99000024391

SUNSET RUGS & ANTIQUES, INC.

5893 Sunset Drive
Miami, FL 33143
305-666-1699 (PH)
305-666-1651 (FAX)

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

FILED
DIVISION OF STATE
CORPORATIONS
01 NOV 29 AM 10:00

Dear Sirs:

Enclosed please find amendments to the articles of incorporation for our company. A check in the amount of \$43.75 which represents your fee for filing the amendments plus \$8.75 for a certified copy of the amendments to be mailed back to our office has been enclosed.

Please file the amendments to the articles of incorporation contained herein. Should you have any questions, please feel free to contact me at my office number above.

Thank you,

Bahman Amini
Bahman Amini
President

800004697995-7
-11/29/01--01036-005
*****43.75 *****8.75

Amend.

V SHEPARD DEC 5 2001

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SUNSET RUGS & ANTIQUES, INC.
DOCUMENT # P99000024391
FEI # 65 - 0913242**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 NOV 29 AM 8:11

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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 IV - Capital Stock

All shares held by the initial shareholder(s) are hereby transferred to the current shareholder(s) being adopted by these Articles of Amendment to the Articles of Incorporation. The sole shareholder(s) of this corporation is:

Bahman Amini

Article V - Registered Agent Office & Agent - Corporate Officer(s)

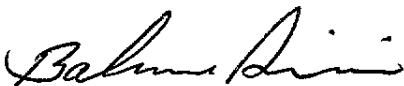
The street address of the Registered Office of this corporation is:

5893 Sunset Drive
South Miami, FL 33143

The name of the Registered Agent of this corporation is:

Bahman Amini

Having been named as Registered Agent and to accept service of process for the corporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent.



Bahman Amini - Registered Agent

The corporation President and address is:

Bahman Amini
5893 Sunset Drive
South Miami, FL 33143

Article VI - Principal Office and Mailing Address

The principal address and mailing address of this corporation is:

5893 Sunset Drive
South Miami, FL 33143

Article VII - Board of Director(s)

This corporation shall have one (1) Board Director. The number of Director(s) may be increased from time to time by the laws, but shall never be less than one (1). The name and address of the Director is:

Bahman Amini
5893 Sunset Drive
South Miami, FL 33143

Article VIII - Incorporation

The name and address of the person signing these Articles of Amendment to the Articles of Incorporation is:

Bahman Amini
5893 sunset Drive
South Miami, FL 33143

Article IX - Indemnification

This corporation shall indemnify any previous and current Director(s), employee(s) or agent(s) of the corporation as permitted by Florida Statute 607.0850, as amended from time to time, and to the full extent permitted by law in the State of Florida.

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:

See amendment above to: Article IV - Capital Stock

In witness whereof, the undersigned subscriber accepts these Articles of Amendment to the Articles of Incorporation.



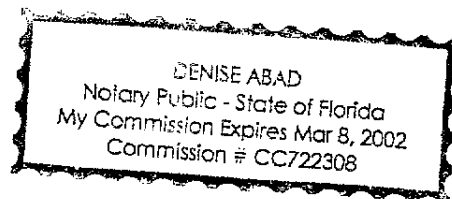
Bahman Amini

Sworn to and Subscribed before me this 30 day of OCTOBER, 2001
by BAHMAN AMINI who is personal known to me or produced
N/A as identification.



Notary Public State of Florida

My Commission Expires:



THIRD: The date of each amendment's adoption is OCTOBER 30, 2001.

FOURTH: The amendment(s) were adopted by the Board of Director(s) without shareholder action and shareholder action was not required.

Signed this 30 day of OCTOBER, 2001.



By the Incorporator / Director

Khosrow Parvizyar
Incorporator / Director