

Law Office of
Martha A. Chapman, P.A.

Martha A. Chapman, Attorney
Sherryl H. Swindler, Attorney
Lynn Lawrence, Office Administrator

Amy R. Valentini, Law Clerk
Christi Whilen, Paralegal

P99000102298

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

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-05/03/00--01114--006
*****43.75 *****43.75

Re: Articles of Amendment/Director Resignation

Dear Sir or Madam:

Enclosed please find the Articles of Amendment to Articles of Incorporation of Parman & Garand Fine Furniture Corporation, Inc. amending Article I to change the name to Robert Parman Collection Inc. and Article VIII to change the sole director to Robert H. Parman along with a fully executed Officer/Director Resignation notification for Philippe J. M. Garand, former director.

Also enclosed is our check for \$43.75 to cover the \$35.00 filing fee for the articles of amendment and the \$8.75 fee for a certified copy of the amendment to be returned to our client's banking purposes.

If you have any questions or if everything is not in order please contact me as soon as possible.

Sincerely,

Linda A. (Lynn) Lawrence
Office Administrator

cc: Martha Chapman
client
c:\office\parman\amend.ltr

FILED
MAY - 3 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*check pay
5-3-00

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PARMAN & GARAND FINE FURNITURE COMPANY, INC.**

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:

ARTICLE I: Name of Corporation shall be:

Robert Parman Collection Inc.

ARTICLE VIII: Directors

Sole Director shall be:

Robert H. Parman
(at address indicated on original Articles of Incorporation)
See attached resignation ...

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:

All shares issued to Philippe J. M. Garand have been sold to Robert H. Parman who is now the sole shareholder.

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JAN - 3 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIRD: The date of each amendment's adoption: 4/26/00

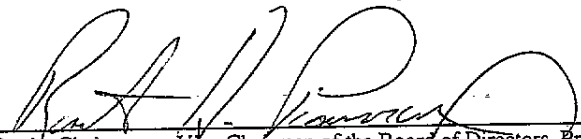
FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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 by _____"
voting group

- 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 26th day of April, 2000

Signature  Robert Parman
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Title

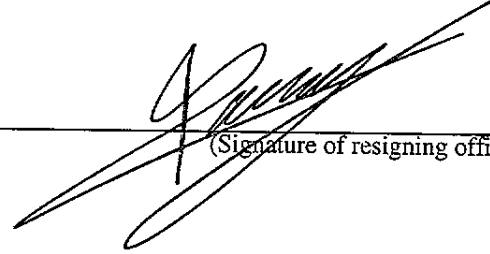
OFFICER / DIRECTOR RESIGNATION

I, Philippe J. M. Garand, hereby resign as Director
(Title)

of Parmen & Garand Fine Furniture Company, Inc.
(Name of Corporation)

a corporation organized under the laws of the State of Florida

and affirm that the corporation has been notified in writing of the resignation.



(Signature of resigning officer/director)

FILING FEE IS \$35.00