



ACCOUNT NO. : 072100000032

REFERENCE :

562784

COST LIMIT

ORDER DATE: January 24, 2000

ORDER TIME: 9:22 AM

700003112687-

ORDER NO. : 562784-005

CUSTOMER NO: 7126184

CUSTOMER: Joann Gama, Legal Assistant

Linens 'n Things, Inc.

151 E. Post Road

Suite 111

White Plains, NY 10601

DOMESTIC AMENDMENT FILING

NAME: CARROLLWOOD COMMONS L.T., INC.

EFFICTIVE 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: Christine Lillich

EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



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 ONE REFERENCING THE NAME OF THE CORPORATION IS HEREBY AMENDED TO READ AS FOLLOWS: WELLINGTON FL. LINENS 'N THINGS, 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: DECEMBER 10, 1999

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

u	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				
X	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.				
	The amendments) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	-			
S	Signed this 20th day of January, 2000	····			
Signature	<u> </u>				
	(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)				
	William T. Giles Typed or printed name				
	Vice President, Director				