

593/58

Southeast Financial Corporation of North Florida

2955 Hartley Road Suite 108 Jacksonville, FL 32257 904-292-9050 FAX 904-292-9468

July 14, 1998

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

100002604451--0
-07/31/98-01087-004
*****35.00 *****35.00

Enclosed, please find two "ARTICLES OF AMENDMENT" along with the respective "UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS AND THE SHAREHOLDERS". One "Amendment" is for a name change from Atlantic Coast Cabinets, Inc. to First Coast Cabinets, Inc.. The other "Amendment" is for a name change from Atlantic Framing Contractors, Inc. to First Coast Framing Contractors, Inc.

I have enclosed copies of the aforementioned documents and a return envelope. Upon acceptance and recording of the changes please forward the validated copies to our offices.

If you have any questions, please call us.

Sincerely,


Joseph M. Striano

JUL 31 1998

NC

FILED
98 JUL 31 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

July 17, 1998

JOSEPH M. STRIANO
SOUTHEAST FINANCIAL CORPORATION
2955 HARTLEY ROAD, SUITE 108
JACKSONVILLE, FL 32257

SUBJECT: ATLANTIC COAST CABINETS, INC.
Ref. Number: S93158

We have received your document for ATLANTIC COAST CABINETS, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$35.00.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 998A00038126

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I, Section N/A be and it hereby is amended to read as follows:

The foregoing amendment was adopted by the Shareholders and Directors of the corporation on the 23rd day of June, 1998.




William B. Towers, Jr., President

John B. Towers
John B. Towers, Secretary

STATE OF FLORIDA)
) ss.
COUNTY OF DUVAL)

BEFORE ME, the undersigned authority, personally appeared William B. Towers, Jr. and John B. Towers known to me to be the person(s) who executed the foregoing Articles of Amendment and he(they) acknowledged before me that he(they) executed such instrument for the purposes therein stated.

 Joseph M. Striano
Notary Public, State of Florida
Commission No. CC 563115
My Commission Expires 08/01/00
Bonded Through Fla. Notary Service & Bonding Co.


Notary Public, State of Florida
at Large.

My Commission Expires: 8-1-2000

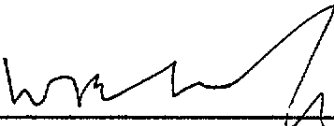
**UNANIMOUS WRITTEN CONSENT OF
THE BOARD OF DIRECTORS AND THE SHAREHOLDERS
OF
ATLANTIC COAST CABINETS, INC.**

Pursuant to the authority contained in Section 607.0821, Florida Business Corporation Act, the adoption of the following resolutions is consented to by the undersigned, being all of the members of the Board of Directors and Shareholders of this Corporation:

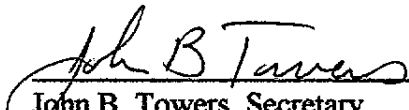
RESOLVED, that the Company change its name to **FIRST COAST CABINETS, INC.**

FURTHER RESOLVED, that Articles of Amendment, attached hereto as Exhibit "A", be filed with the Secretary of State of the State of Florida to effectuate such name change; and

FURTHER RESOLVED, that this Written Consent shall be effective as of 23rd day of June, 1998.



William B. Towers, Jr., President



John B. Towers, Secretary