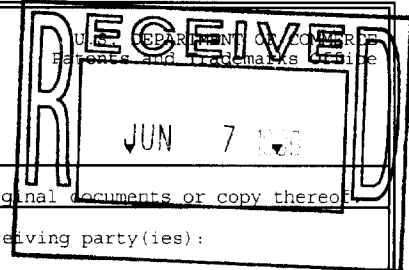


06-10-1999



RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

101060375



To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Flagship Carpets, Inc.

- Individual(s)
- General Partnership
- Corporation-State Georgia, USA
- Association
- Limited Partnership
- Other _____

Additional name(s) of conveying party(ies) attached?
 Yes No

2. Name and address of receiving party(ies):

Name: Calfee, Inc.

Street Address: 3295 Hwy 411 North

City Chatsworth State GA Zip 30705

- Individual(s) Citizenship _____
- National Banking Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Georgia
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No
(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached?
 Yes No

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name
- Other _____

Execution Date: May 21, 1999

MPD 6.7.99

4. Application number(s) or registration number(s):

A. Trademark Application No. (s)

B. Trademark No. (s) 2,010,851; 1,856,464; 1,808,663

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Douglas T. Johnson
832 Georgia Ave., Suite 1000
Chattanooga, TN 37402-2289

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): \$90.00

Enclosed Authorized to be charged to deposit account

8. Deposit account number: 13-3403

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

JUNE 2, 1999
Date

Signature

STEPHEN T. STARK
Name of Person Signing

Total number of pages including cover sheet: 3

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

06/09/1999 DNGUYEN 00000254 2010851

01 FC:481 40.00 DP
02 FC:482 30.00 DP

Guidelines for Completing Trademarks Cover Sheets

Cover Sheet information must be submitted with each document to be recorded. If the document to be recorded concerns both patents and trademarks, separate patent and trademark cover sheets, including any attached pages for continuing information, must accompany the document. All pages of the cover sheet should be numbered consecutively, for example, if both a patent and a trademark cover sheet is used, and information is continued on one additional page for both patents and trademarks, the pages of the cover sheet would be numbered from 1 to 4.

Item 1. Name of Conveying Party(ies).

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : K91410207
CONTROL NUMBER: J013362
EFFECTIVE DATE: 05/21/1999
REFERENCE : 0045
PRINT DATE : 05/21/1999
FORM NUMBER : 611

MICHAEL J. TUCK
P. O. BOX 38
120 NORTH 3RD AVE.
CHATSWORTH, GA 30705

CERTIFICATE OF NAME CHANGE AMENDMENT

I, Cathy Cox, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that

FLAGSHIP CARPETS, INC.
A DOMESTIC PROFIT CORPORATION

has filed articles of amendment in the Office of the Secretary of State changing its name to

CALFEE, INC.

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Cathy Cox
Secretary of State

**ARTICLES OF AMENDMENT OF
FLAGSHIP CARPETS, INC.**

I.

The name of the Corporation is FLAGSHIP CARPETS, INC.

II.

The shareholder FLAGSHIP CARPETS, INC., have adopted an Amendment to the Articles of Incorporation of said corporation as follows:

"The name of the Corporation is hereby amended and changed to "CALFEE, INC.".

III.

The amendment was adopted on May 20, 1999.

IV.

The amendment was adopted by unanimous consent of all of the Directors and Shareholders of the Corporation.

IN WITNESS WHEREOF, FLAGSHIP CARPETS, INC., has caused these Articles of Amendment to be executed, its corporate seal to be affixed and has caused the foregoing to be attested, all by its duly authorized Officers, on this 20th day of May, 1999.

FLAGSHIP CARPETS, INC.

BY: *Ruben Calfee*
PRESIDENT

ATTEST:

Gail Sanscott
SECRETARY/TREASURER

(CORPORATE SEAL)

MAY 21 10 10 AM '99

SECRETARY OF STATE