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CORPORATION(S) NAME

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Palm Harbor Homes, Inc.

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**ARTICLES OF AMENDMENT  
TO THE  
AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
PALM HARBOR HOMES, INC.**

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Pursuant to the provisions of Section 607.187 of the Florida General Corporation Act, as amended, the undersigned corporation adopts the following Articles of Amendment to its Amended and Restated Articles of Incorporation (the "Articles"):

**ARTICLE ONE**

The name of the corporation is Palm Harbor Homes, Inc. (the "Corporation").

**ARTICLE TWO**

The following amendment to the Articles was adopted by the shareholders of the Corporation effective June 30, 1998. The Third Article of the Articles is hereby amended to read in its entirety as follows:

THIRD: The Corporation shall have authority to issue fifty million (50,000,000) shares of Common Stock and each share so issued shall have a par value of one cent (\$0.01).

EXECUTED on this 2<sup>nd</sup> day of July, 1998.

**PALM HARBOR HOMES, INC.**

By: Larry Keener  
Larry H. Keener, President

By: Kelly Tacke  
Kelly Tacke, Secretary

ACKNOWLEDGED on this 2<sup>nd</sup> day of July, 1998.

Kelly Tacke  
Kelly Tacke, Secretary

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