

F03000005404

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
2004 MAR 17 PM 4:12

*name change
LPS
3-24-04*

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: POOLSOUTH TECHNOLOGY, INC.
(Name of corporation)

DOCUMENT NUMBER: F03000005404

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

TERESA CLARK, VICE PRESIDENT
(Name of person)

POOLSOUTH TECHNOLOGY, INC.
(Name of firm/company)

11912 RACE TRACK ROAD
(Address)

TAMPA, FLORIDA 33626
(City/state and zip code)

For further information concerning this matter, please call:

TERESA CLARK, VICE PRESIDENT at (813) 925-0008
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F03000005404

(Document number of corporation (if known))

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2004 MAR 17 PM 4:12

1. POOLSOUTH TECHNOLOGY, INC.
(Name of corporation as it appears on the records of the Department of State)

2. DELAWARE (Incorporated under laws of) 3. 10/27/03 (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 12/8/03

5. BLUE BAY INVESTMENTS, INC.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

BLUE BAY RESIDENCES, INC.
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

PERPETUAL
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

Teresa M. Clark
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

2/18/04
(Date)

TERESA CLARK
M.
(Typed or printed name of person signing)

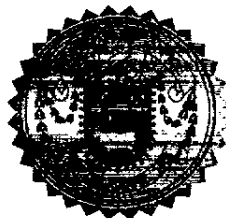
V-P
(Title of person signing)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "POOLSOUTH TECHNOLOGY, INC.", CHANGING ITS NAME FROM "POOLSOUTH TECHNOLOGY, INC." TO "BLUE BAY INVESTMENTS, INC.", FILED IN THIS OFFICE ON THE EIGHTH DAY OF DECEMBER, A.D. 2003, AT 8:30 O'CLOCK A.M.



3571732 8100

040155204

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2969841

DATE: 03-04-04

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:30 AM 12/08/2003
FILED 08:30 AM 12/08/2003
SRV 030785681 - 3571732 FILE

STATE of DELAWARE
CERTIFICATE of AMENDMENT of
CERTIFICATE of INCORPORATION

- First: That at a meeting of the Board of Directors of Pool South Technology, Inc. resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment as follows:
Resolved, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "I" so that, as amended, said Article shall be and read as follows:
Blue Bay Investments, Inc.
- Second: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.
- Third: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.
- Fourth: That the capital of said corporation shall not be reduced under or by reason of said amendment.
- In Witness Whereof, said Pool South Technology, Inc. has caused this certificate to be signed by Jean-Léo Gros an Authorized Officer, this 26 day of November, A.D. 2003.

By: 
(Authorized Officer)

Name: Jean-Léo Gros
(Typed or Printed)