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W&W  
ATTORNEYS AT LAW

WELLBAUM & WOLFF, P.A.

R. W. WELLBAUM, JR.  
LORI WELLBAUM WOLFF\*  
\*ALSO ADMITTED IN CALIFORNIA

686 NORTH INDIANA AVENUE, SUITE A  
ENGLEWOOD, FLORIDA 34223  
TELEPHONE (941) 474-3241  
FAX (941) 475-2927

April 3, 2001

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

500003962605--1  
-04/06/01--01047--024  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Re: Basil Appliance Sales and Service, Inc.

Dear Sir or Madam:

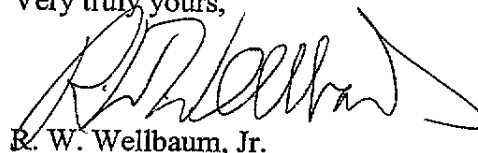
Please find enclosed an original and one copy of the Amended Articles of Incorporation for the above referenced matter.

Please file the Amended Articles of Incorporation with the State and return a certified copy of same to my office.

Also, enclosed is a check in the amount of \$43.75 for cost of filing.

Should you have any questions, please contact my office.

Very truly yours,

  
R. W. Wellbaum, Jr.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 APR -6 PM 4: 03

RWW/jd

Enclosures

*Tamie authorized to add  
"Amendments to the" in  
the statement in  
Witness whereof.*

*Amendment in Name Change  
NFT  
4-18-2001*

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
BASIL APPLIANCE SALES AND SERVICE, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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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:

ARTICLE I: NAME


The name of this corporation is: **Basilotto Holdings, Inc.**

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The street address and the mailing address of the registered office and the principal office of this corporation is 1468 Deer Creek Drive, Englewood, Florida 34223, and the name of the registered agent of this corporation at that address is Geraldine Basilotto.

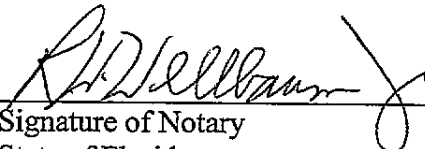
The above amendments to Article I and Article IV, were approved by the shareholders. The number of votes cast for the amendments was sufficient for approval being a unanimous vote of all shares outstanding.

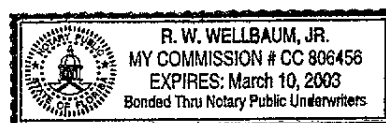
IN WITNESS WHEREOF, the undersigned subscribers have executed these Amendments to the Articles of Incorporation, this 3rd day of April, 2001.

  
Geraldine Basilotto, President

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 3rd day of April, 2001, by Geraldine Basilotto, who is personally known to me; or who has provided \_\_\_\_\_ as identification.

  
Signature of Notary  
State of Florida



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

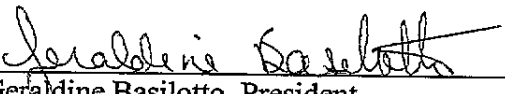
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In pursuance of Chapter 48-091, Florida Statutes, the following is submitted, in compliance with said Act:

That **Basilotto Holdings, Inc.** a corporation organized under the laws of the State of Florida, with its principal office as indicated in the amended Articles of Incorporation, in the town of Englewood, State of Florida, has named Geraldine Basilotto, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
Geraldine Basilotto, President

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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