L 82934

AQUA DOC POOL CLINIC, INC. 1333 RICH BAY RD.

HAVANA FL 32333

PHONE/FAX 850-539-0888

STATE LIC.# CPC049390 and CRC057781

TO: DIVISION OF CORPORATIONS

PO BOX 6327

TALLAHASSEE FL 32314

May 3, 2000

Dear Sir or Madam:

Enclosed is the form requesting a name change for our corporation. I am also requesting a certified copy of both the amendment and a certificate of status. I would like the change to be effective July 1, 2000.

If you have any questions regarding this request, please call me at the above telephone number.

Thank you,

Mary Jennings

Vice President

200003240142--2 -05/04/00--01093--009 *****\$2.50

Mary GAVE

AUTHORIZATION BY PHONE TO

CORRECT & ALL

DATE \$17/2000

DATE \$17/2000

SECRETARY OF STATE
ASSEE, FLORIDA

206/17 1/0

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

AQUA DOC POOL	CLINIC, INC.
	(present name)

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:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE #1 15 AMENDED TO READ:
THE NAME OF THE CORPORATION SHALL
BE BARTHLOW POOLS INC.



SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

5-3-2000 THIRD: The date of each amendment's adoption: FOURTH: Adoption of Amendment(s) (CHECK ONE The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s): "The number of votes cast for the amendment(s) was/were sufficient for approval by voting group The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. day of MAY Signature (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) OR (By a director if adopted by the directors) OR (By an incorporator if adopted by the incorporators)

VICE PRES.