

P00000080800

Requester's Name

BPS, Inc.
2045 NE 139 St.
NHB FL 33181

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #) 600003512985--9
-12/26/00--01080--001
*****35.00 *****35.00
- 2. _____ (Corporation Name) _____ (Document #)
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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

FILED
01 JAN 22 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

January 18, 2001

To Whom It May Concern:

As you requested I have signed the amendment with the current President, James Riddle.

If you have any further questions you may reach me at (305) 865-8099, my home telephone number.

Thank you,
Doris Parker

RECEIVED
01 JAN 22 AM 10:08
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 8, 2001

BEACH PATROL SECURITY, INC.
2045 NE 139 STREET
NORTH MIAMI BEACH, FL 33181

SUBJECT: BEACH PATROL SECURITY, INC.
Ref. Number: P00000080800

We have received your document for BEACH PATROL SECURITY, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6869.

Teresa Brown
Corporate Specialist

Letter Number: 801A00000920

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
01 JAN 22 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Beach Patrol Security, 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 V - OFFICERS

The names and addresses:

James Riddk - President
2045 NE 139 street
North Miami Beach, FL 33181

Digby Borrero - Vice-President
2045 NE 139 Street
North Miami Beach, FL 33181

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:

THIRD: The date of each amendment's adoption: December 19, 2000

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.

Signed this 19 day of December, 2000.

Signature James Riddle / Doris Parker
(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)

James Riddle / Doris Parker
Typed or printed name

President / Incorporator
Title