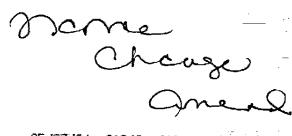
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SWIM MART

5250 (S) Mc Mc British Road (Benevota Staida 34233 . Telephone 941-927-8445 . Jan. 941-927-8645

Return mailing address:
Attn: Ginny Cladin
Swim Mart of Florida, Inc.
3650 Webber Street, Suite H
Sarasota, FL 34232-4413

April 30, 2004

Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Gentlemen:

Enclosed please find Articles of Amendment changing Swim World of Florida City, Inc., A Florida Corporation, your document #P97000099850 to Swim Mart of Florida, Inc. Please register this change in accordance with applicable Florida law. Enclosed is a check for \$43.75.

Corporate change fee	\$ 35.00
Certified Copy ret'd fee	8.75
Total check	\$ 43.75

Thank you,

Judy Johnson, President

Articles of Amendment

1. The following provisions of the Articles of Incorporation of Swim-World of Florida City, Inc. a Florida Corporation, filed in Tallahassee on November 20, 1997 be and they hereby are amended in the following particulars:

Article I, shall be and it hereby is amended to read as follows:

The name of the corporation shall be changed to Swim Mart of Florida, Inc.

The principle office of this corporation shall be 5250 S. McIntosh Road, Sarasota, Florida 34233.

2. The foregoing amendment was adopted by the Stockholders and Directors of the corporation on the 27th day of April 2004.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 28th day of April, 2004.

By: Judy H. Johnson, President-Secretary

STATE OF FLORIDA COUNTY OF SARASOTA

BEFORE ME, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared Judy H. Johnson, known to be and known by me to be the person who executed the foregoing Articles of Amendment and has produced a Florida Driver License bearing number 1525-432-59-625-0 as proof of identification.

IN WITNESS WHEREOF, I have set my hand and seal in the State of Florida, County of Sarasota, this 28th day of April, 2004

2-8-2006

My Commission Expires