

P98000025185

DANA K. BOCK
MICHAEL N. BROWN
PATRICIA E. DAVENPORT
JAMES S. EGGERT
J. BERT GRANDOFF ††
RICHARD A. HARRISON+
JOSEPH G. HEYCK, JR.
A. CHRISTOPHER KASTEN, II
TABATHA A. LIEBERT
MARIAN P. McCULLOCH †
REGINA MILAM MERADITH
ROBERT A. MORA
BENJAMIN G. MORRIS
DONALD W. STANLEY, JR. ††
JOHN W. WILCOX

ALLEN DELL
— ATTORNEYS AT LAW

SUITE 1240, BANK OF AMERICA PLAZA
101 EAST KENNEDY BOULEVARD
TAMPA, FLORIDA 33602

POST OFFICE BOX 2111
TAMPA, FLORIDA 33601-2111

Telephone (813) 223-5351
Fax (813) 229-6682

ESTABLISHED 1925

A PROFESSIONAL
ASSOCIATION

Of Counsel
RALPH C. DELL
STEWART C. EGGERT

† BOARD CERTIFIED, MARITAL
& FAMILY LAW
+ BOARD CERTIFIED, CITY, COUNTY
& LOCAL GOVERNMENT LAW
†† CERTIFIED STATE & FEDERAL
MEDIATOR

March 13, 2002

Secretary of State
Division of Corporations
Certification Division
P.O. Box 6327
Tallahassee, Florida 32314
1558.0000

RE: BAY INDUSTRIES GROUP, INC.

Dear Sir or Madame:

Enclosed please find our firm check in the amount of \$43.75. Please file the enclosed First Articles of Amendment to Articles of Incorporation. Please forward a certified copy to me at your earliest opportunity. A copy is enclosed for your use.

If you have any questions or desire any additional information please advise me.

Very truly yours,

ALLEN, DELL, FRANK & TRINKLE, P.A.

Ben Morris

Benjamin G. Morris, Esquire

BGM/ep
Enclosures

02
MAR 15 AM 10:19
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
WRITER'S EMAIL:
bmg@alldell.com

300005111073--9
-03/15/02--01060--003
*****43.75 *****43.75

*Name
Change
Amend*

*ADR
3/20/02*

Allen, Dell, Frank & Trinkle, P.A.

FIRST ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
BAY INDUSTRIES GROUP, INC.

02 MAR 15 AM 10:13
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The following provisions of the Articles of Incorporation of **BAY INDUSTRIES GROUP, INC.**, a Florida corporation, filed in Tallahassee and effective on March 15, 2002, be and they are hereby amended in the following particulars:

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

ARTICLE I.

Name and address.

The name of this corporation is **KANGA-ROO INDUSTRIES, INC.**

2. The foregoing amendment was adopted on the 12th day of March, 2002 by unanimous consent of all the Shareholders entitled to vote.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation has executed these Articles of Amendment on this 12th day of March, 2002.

KANGA-ROO INDUSTRIES, INC.

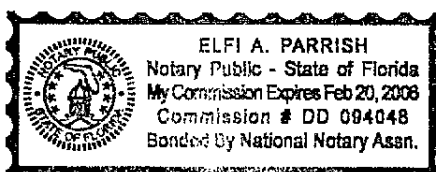
BY: David R. Cohen Pres.
DAVID R. COHEN, President

BY: Maureen E. Cohen
MAUREEN E. COHEN, Secretary-Treasurer

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 12th day of MARCH, 2002, by DAVID R. COHEN, as President, of KANGA-ROO INDUSTRIES, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification.

NOTARY PUBLIC:



sign Elfi A. Parrish
print _____
STATE OF _____ AT LARGE (SEAL)
My Commission Expires: _____

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 12th day of MARCH, 2002, by MAUREEN E. COHEN, as Secretary-Treasurer of KANGA-ROO INDUSTRIES, INC., a Florida corporation, on behalf of the corporation. She is personally known to me or has produced _____ as identification.

NOTARY PUBLIC:

sign
print

Elfi A. Parrish

STATE OF FLORIDA, AT LARGE (SEAL)
My Commission Expires:

