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JOHN R. TRINKLE (1901-1969)

JOHNNIE B. BYRD, JR.

DANIEL M. COTON

JAMES L. REDMAN

CONRAD SWANSON

ROBERT S. TRINKLE

January 24, 1997

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FILED
97 JAN 28 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporate Records Bureau
Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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-01/29/97--01012--007
*****87.50 *****87.50

Re: The Records Center, Inc.

Gentlemen:

Enclosed herewith are proposed Articles of Amendment of the above referenced corporation which we ask that you please file and forward to us a certified copy of same.

Also enclosed herewith is my firm's check payable to your order in the amount of \$87.50 in payment of \$35.00 filing fee and \$52.50 for a certified copy of the Articles of Amendment.

Thank you for your assistance in this matter.

Very truly yours,

Robert S. Trinkle

Robert S. Trinkle

RST:bb

Enclosures

c:\wp51\docs\corporation.ltr

Amend.

RECEIVED
97 JAN 28 PM 4:27
DIVISION OF CORPORATION

N. HENDRICKS JAN 29 1997



ACCOUNT NO. : 072100000032

REFERENCE : 239824 .9228A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 28, 1997

ORDER TIME : 3:15 PM

ORDER NO. : 239824-005

CUSTOMER NO: 9228A

CUSTOMER: Robert S. Trinkle, Esq
Trinkle Redman Swanson Byrd &
121 North Collins Street

Plant City, FL 33566

DOMESTIC AMENDMENT FILING

NAME: THE RECORDS CENTER, INC.

EFFECTIVE DATE:

XXX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS: _____

ARTICLES OF AMENDMENT
OF
THE RECORDS CENTER, INC.

FILED
97 JAN 28 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Records Center, Inc., a Florida corporation, under its corporate seal and the hands of its President, H. Leo Gillman, and Secretary, Charlene Jones, hereby certifies that:

The Board of Directors of The Records Center, Inc., at a meeting called and held on January 2, 1997, adopted the following resolution:

"BE IT RESOLVED by the Board of Directors of The Records Center, Inc., a Florida corporation, that said Board deems it advisable and hereby declares it to be advisable that Article I of the Certificate of Incorporation be amended, changed and altered, so as to read as follows:

'The name of this corporation is Caroleo Enterprises, Inc.'

BE IT FURTHER RESOLVED by said Board of Directors that a special meeting of the stockholders of record entitled to vote, for the consideration of said amendment, be and the same is hereby called to be held at the corporate office, 111 North 12th Street, Tampa, Florida, on January 2, 1997."

The meeting of the stockholders of the corporation called by the Board of Directors as aforesaid was held on January 2, 1997, at 10:00 o'clock A.M., at the corporate office, 111 North 12th Street, Tampa, Florida, and at said special meeting of the stockholders, said amendment of the Certificate of Incorporation was duly adopted by the unanimous vote of all the stockholders.

IN WITNESS WHEREOF, said corporation has caused these Articles of Amendment to be signed in its name by its President and its

corporate seal to be hereunto affixed, attested by its Secretary
this 2nd day of January, 1997.

THE RECORDS CENTER, INC.

By: H. Leo Gillman
H. Leo Gillman, President

Attest:

Charlene Jones
Charlene Jones, Secretary

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

On this 2nd day of January, 1997, personally appeared
before me, the undersigned officer duly authorized by the laws of
the State of Florida to take acknowledgments of deeds, H. Leo
Gillman and Charlene Jones, President and Secretary respectively of
The Records Center, Inc., a Florida corporation, who are personally
known to me or who have produced their Florida Driver Licenses as
identification, and acknowledged that they executed the above and
foregoing Articles of Amendment as such officers for and on behalf
of said corporation after having been duly authorized so to do.

WITNESS my hand and official seal at Tampa, Hillsborough
County, Florida, this 2nd day of January, 1997.

James S. Stephens
Printed Name:
Notary Public
State of Florida at Large
My commission expires:

