

H13557

AUGUST VAN EEPOEL

CHARTERED

ATTORNEY AT LAW

3705 NORTH HIMES AVENUE

TAMPA, FLORIDA 33607

TELEPHONE (813) 878-2213

May 8, 1997

Division of Corporations
Secretary of State of Florida
Post Office Box 6327
Tallahassee, Florida 32314

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-05/14/97--01033--006
*****87.50 *****87.50

Re: Kitesville, USA, Inc.

Dear Sir or Madam:

We are enclosing the original and one signed copy of the Amendment to Articles of Incorporation for Kitesville USA, Inc.

We are also enclosing our firm check in the amount of \$87.50 to cover the fees and costs of the foregoing. Please file the original, certify the copy, and return the certified copy to the undersigned.

Sincerely,



August Van Eepoel

AVE:nls
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 23 AM 11:56

JUN 23 1997

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AUGUST VAN EPOEL

CHARTERED
ATTORNEY AT LAW
3705 NORTH HIMES AVENUE
TAMPA, FLORIDA 33607
TELEPHONE (813) 878-2213

June 17, 1997

Division of Corporations
Secretary of State of Florida
Post Office Box 6327
Tallahassee, Florida 32314

Re: Kitesville, USA, Inc.,
Letter Number 497A00027087

Dear Sir or Madam:

We are enclosing the original and one signed copy of the Amendment to Articles of Incorporation for Kitesville USA, Inc.

We are also enclosing a copy of your letter dated May 20 regarding this matter. Please file the original, certify the copy, and return the certified copy to the undersigned.

Sincerely,



August Van Eepoel

AVE:nls
Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 20, 1997

August Van Eepoel
3705 N. Himes Ave.
Tampa, FL 33607

SUBJECT: KITESVILLE USA, INC.
Ref. Number: H13557

We have received your document for KITESVILLE USA, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 497A00027087

AMENDMENT TO ARTICLES OF INCORPORATION
OF
KITESVILLE USA, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 23 AM 11:56

The undersigned, being all of the stockholders and all of the directors of **KITESVILLE USA, INC.**, whose Articles of Incorporation were filed with the Secretary of the State of Florida on ----- hereby manifest our intention that the said Articles of Incorporation be amended in accordance with the proposed amendment set forth herein, pursuant to the provisions of Section 607.181 (3), Florida Statutes; and we do hereby request the approval thereof by the Secretary of State; and we do hereby certify that there are no other directors or stockholders in the said **KITESVILLE USA, INC.**

The provisions of Article I of the Articles of Incorporation are hereby deleted in their entirety and the following inserted thereof:

"Article I

Name

The name of this corporation shall be:

TIP TOP HOLDINGS, INC.

IN WITNESS WHEREOF, this Amendment to the Articles of Incorporation of **KITESVILLE USA, INC.** has been duly executed by the directors and stockholders of such corporation this 4 day of June, 1997.

Stockholders

Directors

LATHAM REVOCABLE TRUST


THOMAS C. LATHAM

BY: 
THOMAS C. LATHAM, TRUSTEE


JOAN P. LATHAM

LATHAM REVOCABLE TRUST

BY: 
JOAN P. LATHAM, TRUSTEE

The foregoing amendment having been adopted in accordance with the requirements of Chapter 607 of the Florida Statutes, the corporation has caused its President and Secretary to execute on behalf of the corporation these Articles of Amendment this 4 day of June, 1997.

ATTEST:

KITESVILLE USA, INC.

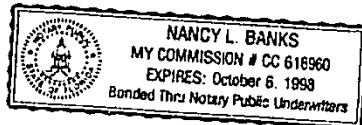
STATE OF FLORIDA

COUNTY OF Pinellas

The foregoing instrument was acknowledged before me this 4 day of June, 1997 by Thomas C. Latham, President, of KITESVILLE USA, INC. a Florida corporation, on behalf of the corporation.

Nancy L. Banks
Notary Public

My Commission Expires:



STATE OF FLORIDA

COUNTY OF Pinellas

The foregoing instrument was acknowledged before me this 4 day of June, 1997 by Joan P. Latham, Secretary/Treasurer, of KITESVILLE USA, INC. a Florida corporation, on behalf of the corporation.

Nancy L. Banks
Notary Public

My Commission Expires:

