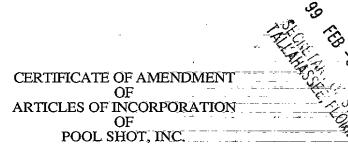


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KNOW ALL MEN BY THESE PRESENTS that the undersigned, as President and Secretary of POOL SHOT, INC.. hereinafter called the corporation, do hereby certify:

- 1. At a meeting of the Board of Directors of the corporation duly called and held on February 3, 1999, a resolution was adopted by the Board of Directors declaring the amendment of the Articles of Incorporation hereinafter set forth to be advisable and recommending and proposing said amendment to the stockholders of the corporation.
- 2. A meeting of the stockholders of the corporation was duly called and held on February 3, 1999 and at that meeting the following resolution was unanimously adopted and is now in full force and effect:

WHEREAS, the Board of Directors of this corporation, at a meeting duly called and held, declared the following amendment to the Articles of Incorporation of this corporation to be advisable and has proposed said amendment to the stockholders for their approval, and

WHEREAS, such amendment be and is hereby approved by the stockholders of the corporation,

NOW THEREFORE BE IT RESOLVED that the Articles of Incorporation of POOL SHOT, INC. be amended in the following respects:

"ARTICLE I - NAME

The name of this corporation shall be changed to ARTHUR R. GRAHAM OF VOLUSIA, INC. a Florida corporation. The mailing address of the corporation is 45 Dormont Drive, Ormond Beach, Florida 32176.

IN WITNESS WHEREOF, said corporation has caused the Certificate to be signed in its name by its president and its corporate seal to be hereunto affixed and attested to by its secretary, this 3rd day of February, 1999.

By Millian Snaham President

ATTEST: Sucham

Secretary

STATE OF FLORIDA COUNTY OF VOLUSIA

On this day personally appeared before me, the undersigned officer duly authorized by the laws of the State of Florida to take acknowledgments, ARTHUR R. GRAHAM, President of POOL SHOT, INC., a Florida corporation, who produced a driver's license as identification and who took an oath and acknowledged that he executed the above and foregoing certificate of amendment as such officer for and on behalf of said corporation after having been duly authorized to do so.

Witness my hand and official seal at Ormond Beach, Florida, this 3rd day of February, 1999.

Notary Public, State of Florida My commission expires:

