CAPITAL CONNECTION, INC.
417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

H90257

NAME
FIRM
ADDRESS

PHONE ( )

Service: Top Priority ______ One Day Service
Regular ______ Two Day Service

To us via ______ Return via ______

Matter No.: ______ Express Mail No. ______

State Fee $ ______ Our $ ______

RECEIVED 97 JAN -2 PM 2:01

RE: Bay Front Central locksmith, Inc.

	C.C. FEE	DISBURSED
Capital Express		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
( ) Cert. Copy(s)		
✓ Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement	*****35.00	*****35.00
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
___ File No.'s, ___ Copies		
Courier Service		
Shipping/Handling		
Phone ( )		
Top Priority		
Express Mail Prep.		
FAX ( ) pgs.		
SUBTOTALS		

200002043552--3
-01/02/97--01055--001

FILED
97 JAN -2 PM 3:4
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FEE	$
DISBURSED 1/3	$
SURCHARGE	$
TAX on corporate supplies	$
SUBTOTAL	$
PREPAID	$
BALANCE DUE	$
	$

Anne Chang

Added date per Jennifer

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			CK No.
BY	Jen		
WALK-IN Will Pick Up	1/2 3:00		

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days. 18% per Annum

THANK YOU from Your Capital Connection

11-1325-1 POINDER'S INC., THOMASVILLE, GA

FILED

97 JAN -2 PM 3:41

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BAY FRONT CENTRAL LOCKSMITH, INC.

1. Pursuant to Section 607.1006 of the Florida Statutes, Article I of the Articles of Incorporation of BAY FRONT CENTRAL LOCKSMITH, INC. (the "Corporation") is hereby amended to read in its entirety as follows:

"ARTICLE I - NAME

The name of the Corporation shall be **"BAYFRONT CENTRAL, INC."**

2. As hereby amended, the Articles of Incorporation of the Corporation are hereby ratified and affirmed.

3. The foregoing Articles of Amendment (the "Amendment") was adopted with the consent of the Board of Directors and Shareholders of the Corporation in accordance with Sections 607.0704 and 607.0821, Florida Statutes, on the 27 day of December, 1996.

4. The only voting group entitled to vote separately on the Amendment is the common shareholders of the Corporation, and the number of votes cast for the Amendment by such common shareholders was sufficient for the approval of the Amendment by that voting group.

IN WITNESS WHEREOF, the undersigned officer has executed these Articles of Amendment this 27 day of December, 1996.

ROBERT J. MORRISETTE, President

ACTION BY WRITTEN CONSENT
IN LIEU OF A SPECIAL MEETING
OF THE SHAREHOLDERS AND DIRECTORS OF
BAY FRONT CENTRAL LOCKSMITH, INC.

The undersigned, being all of the Shareholders and Directors of BAY FRONT CENTRAL LOCKSMITH, INC., a Florida corporation (the "Corporation"), do hereby take and adopt, pursuant to Sections 607.0704 and 607.0821 of the Florida Statutes, the following actions in writing and without a meeting:

RESOLVED, that it is deemed to be in the best interest of the Corporation to change the name of the Corporation to **BAYFRONT CENTRAL, INC.**;

RESOLVED FURTHER, that Article I of the Articles of Incorporation of the Corporation be amended, such amendment to change Article I to read in its entirety as follows:

"ARTICLE I - NAME

The name of the Corporation shall be BAYFRONT CENTRAL, INC.

RESOLVED FURTHER, that the proper officers of the Corporation are hereby authorized and directed to file an amendment to the Articles of Incorporation with the Secretary of State and to take such other action as may be necessary to carry out the intent of the foregoing resolution;

RESOLVED FURTHER, that no notice of the actions by the Corporation's shareholders as contemplated hereby need be given under Section 607.0704, Florida Statutes; and

RESOLVED FURTHER, that the Secretary of the Corporation be, and he hereby is, authorized and directed to file this written consent, or cause this written consent to be so filed, in the minutes of the proceedings of the Board of Directors of the Corporation.

DATED this 27 day of December, 1996.

DIRECTOR & SHAREHOLDER

Robert J. Morrissette

Robert J. Morrisette