JOI275 PAUL SIDNEY ELLIOTT

ATTORNEY-MEDIATOR-ARBITRATOR

OFFICE ADDRESS: Tunstall Financial Center, Suite 120 13153 N. Dale Mabry Highway Tampa, Florida 33618-2410 Telephone (813) 265-1314

June 6, 2002 02-089 MAILING ADDRESS: Post Office Box 274204 Tampa, Florida 33688-4204 Telecopier (813) 963-1314 E-Mail: PSEJD@GTE.NET

FLORIDA DEPARTMENT OF STATE

P. O. Box 6327

Tallahassee, FL 32314-6327

Re:

"TONY D., INC."

Document Number J-01275

800005754738---4 -06/12/02--01001--002 *****35.00 *****35.00

1. leurs 4/1/02

Gentlemen:

Please find enclosed the following:

- 1. Original executed Corporation Reinstatement form,
- 2. My check number 1485 in the amount of \$1,500.00 for your reinstatement fee of TONY D., INC.,
- Original executed Application for Registration of Fictitious Name "MR. MAN,"
- 4. My check number 1484 in the amount of \$50.00 for registering the fictitious name "MR. MAN,"
- 5. Original executed Articles of Amendment to Articles of Incorporation of TONY D., INC. changing the name to TONY D'S, INC., and
- 6. My check number 1486 in the amount of \$35.00 as your fee to file the Articles of Amendment.

Please reinstate the corporation, register the fictitious name, and amend the Articles of Incorporation on your records.

Please return all confirmations to me at P. O. Box 274204, Tampa, FL 33688-204. If you have any questions, please call. Thank you.

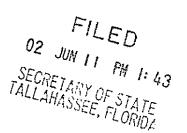
Sincerely yours,

PAUL SIDNEY ELLIOT.

PSE/bam enc.

cc/Mr. Tony D. Lolly

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF TONY D., INC. (J01275)



Pursuant to the provisions of §607.1006, Florida Statutes, this Florida for profit corporation adopts the following articles of amendment to its Certificate of Incorporation:

FIRST:

Amendment adopted: Article I is amended to read: "The name of the

Corporation is TONY D'S, INC."

SECOND:

The date of the adoption of these amendments is June 4, 2002.

THIRD:

The amendment was approved by the shareholder. The number of votes cast

for the amendment was sufficient for approval.

Signed this _____ day of June, 2002.

TONY D. LOLLY

Its President / Shareholder