

J43323



FILED
2002 FEB 25 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 412804 126932A
AUTHORIZATION :
COST LIMIT : \$ PPD

ORDER DATE : February 25, 2002

ORDER TIME : 11:26 AM

ORDER NO. : 412804-005

CUSTOMER NO: 126932A

100005001641--8
-02/25/02--01038--021
*****35.00 *****35.00

CUSTOMER: Ms. Barbara L. Wolf
Barbara L. Wolf, P.a.
Suite 307
2425 E. Commercial Boulevard
Ft. Lauderdale, FL 33308

DOMESTIC AMENDMENT FILING

NAME: DOUGLAS MARINE UPHOLSTERING,
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

N.C.
G. Coulliette FEB 25 2002

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER'S INITIALS: _____

RECEIVED

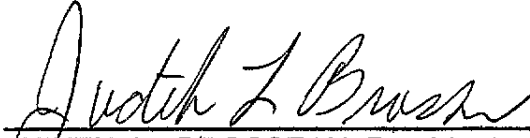
**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
DOUGLAS MARINE UPHOLSTERING, INC.**

WE, THE UNDERSIGNED, being the President, Secretary, Director and Sole Shareholder of DOUGLAS MARINE UPHOLSTERING, INC., a corporation organized under the laws of the State of Florida, hereby amend the Articles of Incorporation of DOUGLAS MARINE UPHOLSTERING, INC., originally filed on the 19th day of November, 1986, Charter Number J43323, pursuant to unanimous approval granted by shareholders and directors on the 22nd day of February, 2002, said amendment being adopted on the 22nd day of February, 2002.


The Articles of Incorporation shall be amended by changing the name of the corporation to SPA COVER, INC., effective immediately

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IN WITNESS WHEREOF, we have hereunto executed this Certificate of Amendment of Articles of Incorporation of DOUGLAS MARINE UPHOLSTERING, INC. adopted this 22nd day of February, 2002.



JUDITH L. BROSSEAU, President and
Secretary and Director



JUDITH L. BROSSEAU, Sole Shareholder

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority duly authorized to take acknowledgments in the State and County aforesaid, personally appeared JUDITH L. BROSSEAU as President, Secretary, Director and sole shareholder of DOUGLAS MARINE UPHOLSTERING, INC., a Florida corporation, to me personally known to be the individuals described in and who executed the foregoing instrument, and acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS MY HAND and official seal in the County and State aforesaid, this 22nd day of February, 2002.

My commission expires:



Barbara Wolf
MY COMMISSION # CC795861 EXPIRES
February 12, 2003
BONDED THRU TROY FAIN INSURANCE, INC.


Notary public, signature