

Dennis R. Long
Beth S. Wilson
Warren A. Wilson III

Colleen Bratcher



W W L
ATTORNEYS

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October 1, 2002

Via Fed Ex

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32399

700008157647--5
-10/02/02--01053--007
*****35.00 *****35.00

Re: COLORFAIR, INC.

Dear Sir:

Enclosed please find Articles of Amendment for the above-named corporation amending its name to **L J PAYNE CORP.**, along with a check in the amount of \$35.00 to cover the filing fee.

Thank you for your assistance in this matter.

Sincerely,

Dennis R. Long

DRL:sms
Enclosures

s-c:\corp\amend.ltr

FILED
02 OCT -2 AM 11:41
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

Ps 10/3/02
WC

ARTICLES OF AMENDMENT

1. Article One of the Articles of Incorporation of COLORFAIR, INC., a Florida corporation, is hereby amended to read as follows:

Article One. The name of this corporation is: L J PAYNE CORP.

1st 2. The foregoing amendment was adopted by the shareholders of this corporation on the day of October, 2002.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 1st day of October, 2002.

Leslie J. Payne
President

Leslie J. Payne
Secretary

CLERK OF STATE
TALLAHASSEE, FLORIDA

02 OCT -2 AM 11:41

FILED

STATE OF FLORIDA
COUNTY OF Pinellas

BEFORE ME, the undersigned authority, personally appeared Leslie J. Payne and _____, known to me to the persons who executed the foregoing Articles of Amendment and they acknowledged before me that they executed these Articles of Amendment for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1st day of October, 2002.

Dennis R. Long
Notary Public
My commission expires:



Dennis R. Long
MY COMMISSION # CC815948 EXPIRES
June 30, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

WRITTEN CONSENT OF THE SHAREHOLDERS AND DIRECTORS
IN LIEU OF SPECIAL MEETING

COPY

The undersigned persons, being all of the shareholders and directors of COLORFAIR, INC., a Florida corporation, hereby take the following action by written consent in lieu of a special meeting of shareholders:

RESOLVED AS FOLLOWS:

1. That the name of the corporation be changed to that of L J PAYNE CORP.
2. That the President and Secretary and they hereby are authorized and directed to execute Articles of Amendment of the Articles of Incorporation and to have said instrument filed in the office of the Secretary of State in Tallahassee, Florida.
3. That the Secretary be and he/she hereby is authorized to execute a Certificate of Amendment of the Bylaws of this corporation evidencing the change of the corporate name as authorized hereby and to affix said certificate to the bylaws of the corporation.
4. That the President and Secretary be and they hereby are authorized and directed to execute any further documents, pay the necessary fees and costs, and do any and all things that may be necessary to effectuate the foregoing resolutions.

DATED: 10-1, 2002

Lester Payne
Lester Payne

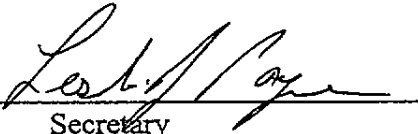
CERTIFICATE OF AMENDMENT
OF THE BYLAWS OF
COLORFAIR, INC.

COPY

I HEREBY CERTIFY, as the Secretary of COLORFAIR, INC., a Florida corporation, that the following resolutions amending the bylaws of this corporation were duly adopted by the shareholders and directors by unanimous written consent of the directors and shareholders in lieu of a special meeting as authorized by law on the 1st day of October, 2002:

RESOLVED, that the bylaws of this corporation be and they hereby are amended to change the name of the corporation to that of: L J PAYNE CORP.

DATED: 10-1, 2002

By 
Secretary
(Corporate Seal)