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June 9, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-06/16/99--01002--009
2027.50 **43.75

RE: Arjay Investments, Inc.; reinstatement and name change

Dear Sir/Madame:

Our office represents Arjay Investments, Inc. which is a dissolved Florida corporation. We have been retained to have the corporation reinstated. We have been advised that the name "Arjay Investments, Inc." has been taken by another corporation during the period of time Arjay Investments, Inc. was dissolved. We have further been advised that we need to change the name of the corporation in order to reinstate it. We wish to change the name of Arjay Investments, Inc. to JayDee Holdings, Inc. Enclosed is an amendment showing the name change approved by the sole shareholder of the corporation. The amendment has been signed by R. J. Smela, the sole officer and director of Arjay Investments, Inc.

You will also find enclosed our application for reinstatement which has been filled out and signed by R. J. Smela, the sole officer and director of the corporation.

We have also enclosed herein our check in the amount of \$2,027.50 to cover the cost of the application for reinstatement fee (\$1,983.75), the filing of the articles of amendment (\$35.00) and for a certificate of status (\$8.75).

If anything further is needed from our office in order to reinstate the corporation or to change it's name to JayDee Holdings, Inc., please advise at your earliest convenience.

Very truly yours,


John D. Kehoe
For the Firm

JDK/sas
Encls.

cc: Mr. Ray Smela (w/out encls. - Via telefax delivery)

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FILED
99 JUN 14 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. LEWIS JUN 15 1999

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ARJAY INVESTMENTS, INC.
(NAME TO BE CHANGED TO JAYDEE HOLDINGS, INC.)

FILED
99 JUN 14 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted: (indicate article number being amended, added or deleted)

The corporation's name shall be changed to JayDee Holdings, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:


N/A

THIRD: The date of each amendment's adoption: Upon reinstatement of the corporation.

FOURTH: Adoption of Amendment

The amendment was approved by the sole shareholder for the corporation.
The number of votes cast for the amendment was sufficient for approval.

SIGNED this 14th day of June, 1999.



R. J. Smela, President and Sole
Director of Arjay Investments, Inc.