

L23026

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 26 AM 10:29

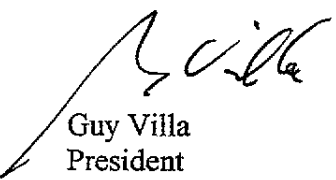
August 1, 2000

Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

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*****43.75 *****43.75

Enclosed are Articles of Amendment to Articles of Incorporation of Vilcon Incorporated along with a check in the amount of \$43.75 for the filing fee and a certified copy.

Sincerely,
Vilcon Inc. / Titan Pools Company
7 San Marco Court
Palm Coast, FL 32137
904-446-3235


Guy Villa
President

Encl.

N/c
VB
9/27/00



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 10, 2000

GUY VILLA
VILCON INC.
7 SAN MARCO COURT
PALM COAST, FL 32137

SUBJECT: VILCON INCORPORATED
Ref. Number: L23026

We have received your document for VILCON INCORPORATED and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 700A00043235

RECEIVED
00 SEP 22 AM 7:51
DIVISION OF CORPORATIONS

Guy Villa
7 San Marco Court
Palm Coast, Florida 32137
904-446-3235

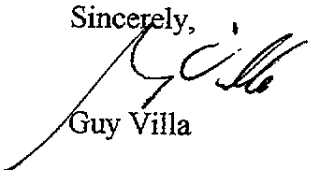
September 18, 2000

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

Reference Number: L23026

Enclosed is a copy of a letter dated August 10, 2000 from the Florida Department of State. Also enclosed is a document entitled "Articles of Amendment to Articles of Incorporation of Vilcon Incorporated". The amendments are to change the name of the corporation and to change the address of the resident agent. It is my understanding that the name "Titan Pools Company" is almost the same as another corporation that was administratively dissolved on September 24, 1999 and that the name will be available on September 25, 2000.

Sincerely,



Guy Villa

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 26 AM 10:29

VILCON INCORPORATED

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: Amendments adopted:

ARTICLE I – NAME

is amended to read as follows:

The name of the corporation shall be TITAN POOLS COMPANY.

ARTICLE X – RESIDENT AGENT

is amended to read as follows:


The resident agent of this corporation shall be Guy Villa, 7 San Marco Court, Palm Coast, Florida 32137, which resident agent shall accept service of process in this state.

SECOND: These amendments to the Articles of Incorporation do not exchange, reclassify or cancel any issued shares of stock of the corporation.

THIRD: These amendments shall be adopted September 15, 2000 and shall be effective September 26, 2000.

FOURTH: These amendments were unanimously approved by the shareholders and the directors of the corporation.

Signed this 15th day of September, 2000


Guy Villa III, President and Director