Sunota	to Popeauch  estor's Name	31422
City/State/Zi	Address	99 SEP 16 PH SECRETARISSEE, F
		Office Use Only
CORPORATION N	AME(S) & DOCUMENT NUM	BER(S), (if known):
1. Baralli (Corpora		cument #) Corporation
(Oorpora	ation Name) (Do	cument #) Care Inc.
4.		cument #) 000002989060—5 -09/16/9901056004 ****131.25 ****131.25
	Pick up time	Certified Copy (10) c/c
NEW FILINGS	Will wait Photocopy  AMENDMENTS	Certificate of Status
Profit	Amendment	need one (1)
NonProfit	Resignation of R.A., Officer/ Directo	1000 showing both
Limited Liability	Change of Registered Agent	old and news
Domestication	Dissolution/Withdrawal	~ anio
Other	Merger	REC 99 SEP VISION OF VALLAHA
OTHER FILINGS	REGISTRATION/	PARIMENT OF SALLAHASSES FOR
Annual Report	QUALIFICATION:	
Fictitious Name	Foreign	
Name Reservation	Limited Partnership	₩ 7
	Reinstatement	N.C.
	Trademark	C. COULLIETTE SEP 1 6 1999
	Other	
Parastanes	_	Evaminaria Initiala

CR2E031(1/95)

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

OF

(present name)

BARACUDA INTERNATIONAL CORPORATION

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

Article I. of the Articles of Incorporation of Baracuda International Corporation is amended by deleting the same in its entirety and inserting in lieu thereof the following new Article I:

"I.
The name of the corporation (hereinafter referred to as the "Corporation") is Zodiac Pool Care, 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: SEPTEMBER 8, 1999

**FOURTH:** Adoption of Amendment(s) (CHECK ONE)

X	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
	The amendment(s) was/were approved by the shareholders through voting groups.  The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):		
	"The number of votes cast for the amendment(s) was/were sufficient for approval by		
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.		
	The amendments) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
S	Signed this 8TH day of SEPTEMBER , 19 99	- 12. T. 1. 188	
Signature	Nown F. aldmi		
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)		
	OR	<u>-</u>	
	(By a director if adopted by the directors)		
	OR		
	(By an incorporator if adopted by the incorporators)		
	HOWARD F. ELKINS  Typed or printed name	- 1177 14	
	CHAIRMAN OF THE BOARD OF DIRECTORS Title		