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HOT SPRING PORTABLE SPAS OF SOUTH FLORIDA INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION OF
HOT SPRING PORTABLE SPAS OF SOUTH FLORIDA INC.**

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TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of HOT SPRING PORTABLE SPAS OF SOUTH FLORIDA INC. (the "Corporation") are hereby amended according to theses Articles of Amendment:

FIRST: The name of the Corporation is HOT SPRING PORTABLE SPAS OF SOUTH FLORIDA INC.

SECOND: Article I of the Articles of Incorporation, as amended, is hereby deleted in its entirety and the following inserted in lieu thereof:

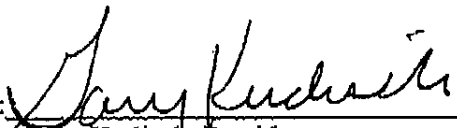
"The name of the Corporation is KUDISCH HOLDINGS, INC."

THIRD: The foregoing amendment was adopted by Joint Unanimous Written Consent of the Board of Directors and the Sole Shareholder dated as of December 15, 2006.

FOURTH: Except as hereby amended, the existing Articles of Incorporation of the Corporation shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned has executed this instrument the 15 day of December 2006.

HOT SPRING PORTABLE SPAS OF SOUTH
FLORIDA INC., a Florida corporation

By: 
Gary Kudisch, President