

L95822

Wills, Trusts &
Estate Planning
Estate Administration
Corporation &
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December 14, 2000

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32301
Attention: Michelle Milligan

Re: KAPCO, Inc.

500003505375--5
-12/19/00--01026--004
*****43.75 *****43.75

Dear Ms. Milligan:

Pursuant to our telephone call of December 5, 2000, enclosed please find an original and one copy of an Amendment to the Articles of Incorporation of Kapco Inc., along with another check to replace the one we sent in November, 2000, in the amount of \$43.75 to cover:

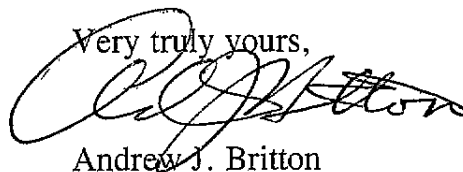
| | |
|------------------------------|---------|
| Filing Amendment to Articles | \$35.00 |
| Certificate under Seal | \$ 8.75 |

Also enclosed is an Application for Reinstatement and check in the amount of \$1,358.75 to cover the costs.

Pursuant to the State's letter of October 5, 2000, enclosed please find an Application For Registration of Fictitious Name and two checks, (a) one in the amount of \$50.00 for the filing fee and (b) one for \$10.00 for a Certificate of Status.

Please return a copy of the Amendment with the filing information and the Certificate under Seal, verification of reinstatement and a Certificate of Status for the fictitious name to this office. Thank you for your assistance in this matter.

Very truly yours,



Andrew J. Britton

AJB\bk:
Enclosures
cc: Alex Petrillo

a:\corp.34\petrillo\amend.12

S. PAYNE DEC 19 2000

FILED
00 DEC 18 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
KAPCO, INC.**

FILED
00 DEC 18 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation hereby amends its Articles as follows:

I.

The name of the corporation is KAPCO, Inc.

II.

The following amendment to Article 1. of the Articles of Incorporation has been adopted:

ARTICLE 1. NAME

The name of the corporation is KAPCO, Inc. of Venice.

III.

This amendment was recommended by the Board of Directors to the Corporation's shareholders on November 7, 2000. The date of the approval of the above amendment by all the shareholders entitled to vote on the Amendment, by written consent in accordance with Section 607.0704, Florida Statutes, was November 7, 2000 and the number of votes in favor of the Amendment was sufficient for approval. The date of the adoption of the above amendment by the directors by written consent in accordance with Section 607.0821, Florida Statutes, was November 7, 2000.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment on November 7th, 2000.

By: Alex M. Petrillo
Alex M. Petrillo, President and
Secretary

STATE OF FLORIDA
COUNTY OF SARASOTA

Before me personally appeared Alex M. Petrillo, President and Secretary of KAPCO, Inc., a Florida corporation, who is personally known to me or who produced Id. dupes License as identification and who did take an oath, and he acknowledged that he executed the foregoing Articles of Amendment on behalf of said corporation pursuant to authority in them duly vested by said corporation.

WITNESS my hand and official seal this 7th day of November, 2000.

Barbara Kish
Notary Public



Barbara Kish
MY COMMISSION # CC700442 EXPIRES
February 9, 2002
BONDED THRU TROY FAIN INSURANCE INC

Name Printed

My commission expires: