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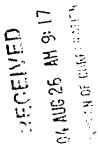
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BASIC AMENDMENT

TRI COUNTY POOLS, INC.

Certificate of Status	0
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ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION of TRI COUNTY POOLS, INC.

THE UNDERSIGNED, RONALD R. LARSON, being the President and LINDA A. LARSON, being the Secretary of TRI COUNTY POOLS, INC. ("Corporation"), does hereby certify that the following Amendment to the Articles of Incorporation of TRI COUNTY POOLS, INC., was approved by the Stockholder of said Corporation on the 12th day of July, 2004, at a duly called meeting of the Stockholder and Director of the Corporation.

The Articles of Incorporation of TRI COUNTY POOLS, INC., are hereby amended as follows:

1. The Article III regarding the Capital Stock of the Corporation is hereby deleted and the following is inserted in lieu thereof:

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock, of which 10 shall be voting and 990 shall be non-voting, all having a par value of \$1.00 per share.

- 2. All amendments included herein were adopted July 12, 2004, pursuant to Section 607.1004, F.S., and there is no discrepancy between the Corporation's Articles of Incorporation as theretofore amended other than the inclusion of these amendments and the omission of matters of historical interest.
- 3. This Amendment has been approved by the consent of sole Shareholder of the Corporation who is entitled to vote the 12th day of July, 2004.
- 4. This Amendment shall be effective upon its filing with the Secretary of State, State of Florida.

Alan S. Gassman, Esquire 1245 Court Street, Suite 102 Clearwater, FL 33756 (727) 442-1200 Florida Bar #: 371750

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IN WITNESS WHEREOF, the undersigned do hereunto set their hands this 121 day of June; 2004.	
By: RONALD R. ARSON Its President	
ATTEST:	
LINDA A. LARSON Its Secretary	
STATE OF FLORIDA) COUNTY OF PINELLAS)	
ON THIS 122 day of	
IN WITNESS WHEREOF, I have hereunto set my hand and official seal.	
Notary Public	
My Commission Expires:	

 $J/L\lambda Larson$, Romald/Recap/Articles of Amendment La.frm dl*bd 6/21/04