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Also Certified
Public Accountant

Of Counsel
ROBERT W. FISHER
W. JOSEPH REYNOLDS

October 5, 2001

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

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*****35.00 *****35.00

Re: Aquatic Pool Builders, Inc.
Articles of Amendment

Dear Sir or Madam:

Enclosed please find Articles of Amendment of Aquatic Pool Builders, Inc. changing the corporate name to AQUATIC POOLS, INC., along with our check in the amount of \$35.00 for the filing fee.

Thank your for your assistance.

Very truly yours,

STEVEN M. WILSEY

DFW/jek

Enclosures

\\2001\corporations\gray\sec state ltr transmit articles of amendment

FILED
01 OCT -9 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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JZ

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AQUATIC POOL BUILDERS, INC.

FILED
01 OCT -9 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA 32304

Pursuant to the provisions of Florida Statutes 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

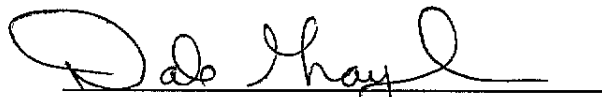
THE NAME OF THE CORPORATION IS CHANGED TO: AQUATIC POOLS, INC.

All other Articles shall remain in full force and effect.

The date of adoption of these Articles of Amendment shall be October 5th, 2001.

The amendment was duly approved by the Shareholders in accordance with Section 607.1006, Florida Statutes.

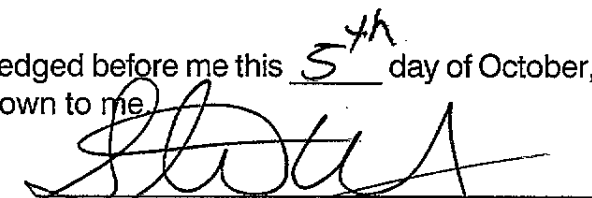
IN WITNESS WHEREOF, the undersigned Officer/Director/Shareholder of AQUATIC POOL BUILDERS, INC. does place his hand and seal this 5th day of October, 2001, at St. Petersburg, Florida.


DALE GRAYL, President

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 5th day of October, 2001, by DALE GRAYL, who is personally known to me.

NOTARY SEAL:


NOTARY PUBLIC

