

80000011504

September 21, 2000

Division of Corporations
Tallahassee, Florida

FILED
00 SEP 26 AM 8:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Attn: Amendment Section
Re: Articles of Amendment to
Baywater Commercial Inc.

8000003403798--8
09/26/00-01022-004
*****70.00 *****70.00

Enclosed please find Filing form for
Articles of Amendment for Baywater Commercial, Inc.

Additionally, please provide two (2) certified
copies of the amendment and two (2)
certificates of status. A check for \$70.00
is enclosed for the appropriate fees.

Thank you for your cooperation in this
matter.

Yours sincerely,

Victoria H. Morgenthau
Baywater Commercial, Inc.
7534 Estrella Circle
Boca Raton, Florida 33433
561-883-1164

2 certified copies
2 CUS

AC 10/2
amend

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

BAYSWATER COMMERCIAL, INC.

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: Amendments adopted:

That the sole shareholder of the corporation is:

Victoria L. Morgenstern.

That the Officers and Directors of the corporation are:

Victoria L. Morgenstern, President and Chairman of the Board
Timothy Davidson, Secretary and Director

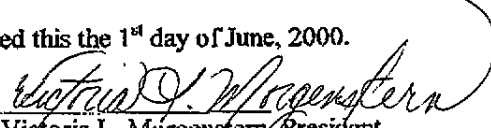
SECOND: The date of each amendments adoption is June 1, 2000.

THIRD: Adoption of Amendments:

The board of directors adopted the amendments with shareholder approval. The number of votes cast for the amendments were sufficient for approval.

Signed this the 1st day of June, 2000.

By:


Victoria L. Morgenstern, President
and Chairman of the Board

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