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February 18, 2000

FILED
MAR 15 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations
Amendments Section: Profits
P.O. Box 6327
Tallahassess, FL 32314

Re: Shakers, Inc. of Naples

Dear Gentle People:

Please find enclosed Amendments to the Articles of Incorporation for filing for the above referenced, recently formed corporation. In addition a check for \$35.00 is also enclosed. Please contact the undersigned if we can assist in any way.

Thank you.

Sincerely yours,

John F. Houton
John F. Houton
Attorney At Law

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

Amend

*licensed to practice in Florida & Massachusetts

V. SHEPARD MAR 17 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 6, 2000

JOHN F. HOUTON
275 YUCCA ROAD
NAPLES, FL 34102

SUBJECT: SHAKERS, INC. OF NAPLES
Ref. Number: P00000013007

We have received your document for SHAKERS, INC. OF NAPLES and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 200A00012242

Rec'd 3/15

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
SHAKERS, INC. OF NAPLES

FILED
00 MAR 15 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, representing, President, directors and officers of SHAKERS, INC. OF NAPLES, a corporation organized and existing under the provisions of Chapter 607, the Florida Business Corporation Act of the Florida Statutes (the "Corporation") adopts the following Articles of Amendment to the Articles of Incorporation of SHAKERS, INC. OF NAPLES:

ARTICLE I: The Registered Agent and street address of the Registered Office of the Corporation in the state of Florida shall be Mary De Mange, President, 2025 Davis Boulevard, Naples, Florida 34112

ARTICLE II: The Board of Directors shall be reduced to one and that Director is Mary De Mange, street address: 218 Ridge Street, Naples, FL 34108.

ARTICLE III The names and addresses of the officers are: Mary De Mange, President, Treasurer and Secretary of 218 Ridge Street, Naples, FL 34108.

This amendment to the Articles of Incorporation was adopted February 18, 2000, upon the election of Mary De Mange and the resignation of the initial directors and officers by the vote of all the directors of the Corporation, and the number of votes cast was sufficient for approval. No stock has yet issued.

IN WITNESS WHEREOF, the undersigned being a director and officer of the Corporation, has executed these Articles of Amendment this 18th day of February, 2000.

Mary De Mange
Mary De Mange
Pres.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Mary De Mange
Mary De Mange