

P00000044717

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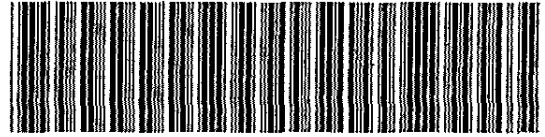
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TALLAHASSEE, FLORIDA

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By Amers

Office of
O'NEAL AND ASSOCIATES, INC.

ZOM Lee Office Center
2265 Lee Road, Suite 103
Winter Park, Florida 32789
Phone: (407) 645-3173
Fax: (407) 629-2780
email: fsai@earthlink.net

February 23, 2005

Florida Department of State
Division of Corporations – Amendments Section
409 East Games Street
Tallahassee, Florida 32399

RE: Propman's Shop, Inc. – ID 59-3644445 & PO0000044717.

Dear Sir or Madam:

Enclosed is the executed original of the Articles of Amendment to the Articles of Incorporation of Propman's Shop, Inc. together with our check payable to "Florida Department of State" in the amount of the required \$35.00 filing fee.

Should you have any questions, concerning the filing of this document, please do not hesitate to call.

Sincerely,


Curtis O'Neal, MBA, J.D.

CLO/id
cc: Steve White
enclosure

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PROPMAN'S SHOP, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1 of the Articles of Incorporation of PROPMAN'S SHOP, INC. was amended by the corporation's board of directors on February 23, 2005. The corporation is filing these articles of amendment to articles of incorporation pursuant to Florida Statutes §607.0602.

1. The name of the corporations is Propman's Shop, Inc.
2. Article 1 of the Articles of Incorporation of Propman's Shop, Inc. was amended as follows:

"The name of the corporation shall be Prop Works, Inc."
3. Article VI of the Articles of Incorporation of Propman's Shop, Inc. amended as follows:

"The street address of the principal place of business of the corporation is 116 Hand Street, Kissimmee, Florida 34741."
4. Its board of directors duly adopted the foregoing amendment to the corporation's Articles of Incorporation on February 23, 2005.

In witness whereof, the undersigned Director of this corporation has executed these articles of amendment of February 23, 2005.



Stephen White, as Director

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned STEPHEN WHITE, do hereby certify
that this Resolution of the Board of Directors of PROPMAN'S SHOP, INC. a
corporation duly organized and existing under the laws of the State of Florida
was duly adopted on February 23, 2005.

Be it resolved, that PROPMAN'S SHOP, INC. organized and existing in the State of
Florida, hereby adopts the name PROP WORKS, INC. for use in Florida.

Dated: 2/23/05



Signature of sole Shareholder and Director

Stephen White
Type or print name

Make check payable to Florida Department of State and mail to:

**Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314**