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03 FEB 11 AM 11:40
CLERK OF COURT
JULIA E. EPP

NC
T. Lewis 2/25/03

The Law Offices of
KENNETH G. PROTONENTIS, P.A.

1591 Gulf Boulevard, Penthouse 2
Clearwater, Florida 33767-2997

Voice: (727) 596-3435
Facsimile: (727) 596-2076
e-mail: ken.pro@gte.net

February 19, 2003

Thelma Lewis
FLORIDA DEPARTMENT OF STATE
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

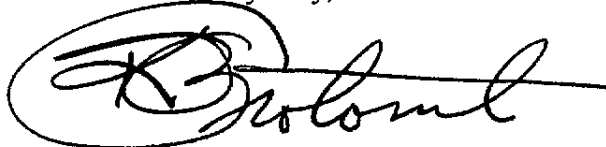
RE: Amendment to Articles of Incorporation
TREND NAIL & HAND CORPORATION

Dear Ms. Lewis:

As you requested during our telephone conference yesterday, enclosed please find copies of the Unanimous Written Consent of the Board of Directors and the Unanimous Written Consent of the Shareholders of Trend Nail & Hand Corporation, both of which are dated and were duly executed on January 17, 2003.

Thank you for your personal attention to this matter and for forwarding a certified original of the Amendment to Articles of Incorporation to my office at your earliest convenience. I remain,

Yours very truly,

A handwritten signature in black ink, appearing to read "K. Protonentis", enclosed within a large, loopy oval shape.

Kenneth G. Protonentis, Esq.

KGP:fms

Enclosures (2)

The Law Offices of
KENNETH G. PROTONENTIS, P.A.

1591 Gulf Boulevard, Penthouse 2
Clearwater, Florida 33767-2997

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February 6, 2003

FLORIDA DEPARTMENT OF STATE
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Amendment to Articles of Incorporation
TREND NAIL & HAND CORPORATION

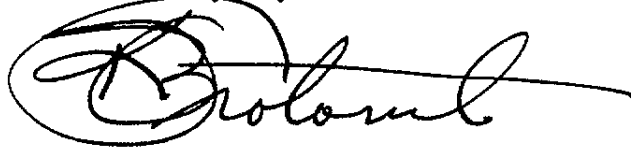
Dear Administrator:

Enclosed please find duplicate originals of the Amendment to the Articles of Incorporation changing the name of the corporation to Trend Nail & Hand Corporation. Also enclosed is a check in the amount of forty-three dollars and seventy-five cents (\$43.75) as payment of the filing and certification fees.

Please do not hesitate to call me should you need additional information or have any questions about this Amendment, the Board of Directors resolution authorizing the above-referenced name change, or the Shareholders resolution confirming that change.

Thank you for your attention to this matter and for returning a certified original to my office in the enclosed stamped envelope at your earliest convenience. I remain

Yours very truly,

A handwritten signature in black ink, appearing to read 'K. Protonentis', with a large, stylized initial 'K' and a long, sweeping horizontal line extending to the right.

Kenneth G. Protonentis, Esq.

KGP:fms

Enclosures (3)

**AMENDMENT TO ARTICLES OF INCORPORATION
FOR
TREND NAIL & HAND CORPORATION
CHANGING THE CORPORATE NAME TO
TRIND NAIL & HAND CORPORATION**

FILED
03 FEB 11 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECITALS:

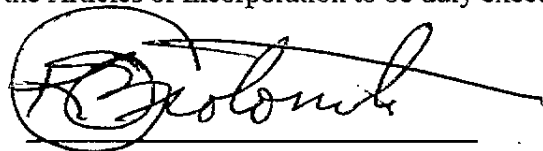
The Board of Directors of Trend Nail & Hand Corporation (the "Corporation") by Unanimous Written Consent in Lieu of a Special Meeting of Directors dated January 17, 2003 considered the proposal and recommendation of President Richard Houts that the Corporation change its corporate name to Trind Nail & Hand Corporation. By formal resolution, unanimously adopted by the Board of Directors as permitted by Section 607.0821 of The Florida Business Corporation Act of 1990, as amended (the "Business Corporation Act"), the corporate name change was approved and recommended to be submitted to the Shareholders on January 17, 2003 together with this Amendment to the Articles of Incorporation (the "Amendment") for their consideration, review and approval. By Unanimous Written Consent in Lieu of a Special Meeting of Shareholders dated January 17, 2003, this Amendment was approved as permitted by Section 607.0704 of the Business Corporation Act, and the Board of Directors authorized Kenneth G. Protonentis, Esq. to cause this Amendment to be filed with the Florida Department of Corporations.

ARTICLE I

Name

The new name of the Corporation is Trind Nail & Hand Corporation, and its duration shall be perpetual.

IN WITNESS WHEREOF, the undersigned Attorney at Law, as authorized and directed by Resolutions of both the Board of Directors and the Shareholders of the Corporation dated the 17th day of January 2003, has caused this Amendment to the Articles of Incorporation to be duly executed this 6th day of February 2003.

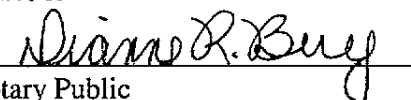


Kenneth G. Protonentis, Esq.

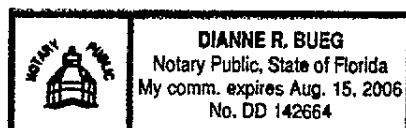
STATE OF FLORIDA
COUNTY OF PINELLAS

THE FOREGOING instrument was acknowledged and sworn to before me this 6th day of February 2003 by Kenneth G. Protonentis, Esq. to me known to be the Attorney at Law who executed the foregoing on behalf of Trend Nail & Hand Corporation.

The following identification was provided: *Personally Known*


Notary Public

My Commission Expires: 08-15-06



COPY

TREND NAIL & HAND CORPORATION
UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS
IN LIEU OF A SPECIAL MEETING OF SHAREHOLDERS

January 17, 2003

I the undersigned sole Shareholder of Trend Nail & Hand Corporation, a Florida corporation, agree in writing as permitted by Section 607.0704 of The Florida Business Corporation Act of 1990, as amended, to the following actions in lieu of an Special Meeting of the Shareholders. This Unanimous Written Consent shall be filed in the Minute book as the proceedings of the Special Meeting of the Shareholders and shall have like force and effect as if the resolutions and actions taken herein had been duly adopted and taken at a Special Meeting of the Shareholders.

The purpose of this Unanimous Written Consent is to acknowledge that the Shareholder has considered, reviewed and hereby approves the change of corporate name, the new form of stock certificate and corporate seal adopted by the Board, the replacement issue of One Hundred (100) shares of Common Stock of Trind Nail & Hand Corporation to Richard Houts, and the confirmations of authority as set forth in the Unanimous Written Consent of the Board of Directors In Lieu of Special Meeting dated the 17th day of January 2003.

The following resolution is unanimously adopted:

RESOLVED, That each of the actions of the Board of Directors of the Corporation (including, but without limitation, changing the corporate name to Trind Nail & Hand Corporation, adoption of the new form of stock certificate and corporate seal for Trind Nail & Hand Corporation, the replacement issue of One Hundred (100) shares of Common Stock of Trind Nail & Hand Corporation to Richard Houts, and confirmation of authority from Trend Merk

UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS

January 17, 2003

BV) be, and said actions hereby are ratified, approved and confirmed in all respects.

IN WITNESS WHEREOF, The undersigned, being the sole Shareholder of the Corporation, does hereby adopt and affirm the above resolution and all actions attendant thereto.



Richard Houts, Shareholder

COPY

TREND NAIL & HAND CORPORATION

**UNANIMOUS WRITTEN CONSENT OF BOARD OF DIRECTORS
IN LIEU OF SPECIAL MEETING**

January 17, 2003

I the undersigned sole Director of Trend Nail & Hand Corporation, a Florida corporation, agree in writing as permitted by Section 607.0821 of The Florida Business Corporation Act of 1990, as amended (the "Business Corporation Act") to the following actions in lieu of a Special Meeting of the Board of Directors. This Unanimous Written Consent shall be filed in the Minute book as the proceedings of the Board of Directors and shall have like force and effect as if the resolutions and actions taken herein had been duly adopted and taken at a Special Meeting of the Board of Directors with all members being present.

The purpose of this Unanimous Written Consent is to: (1) legally change the corporate name from Trend Nail & Hand Corporation (hereinafter the "Corporation") to Trind Nail & Hand Corporation; (2) adopt a new form of stock certificate and corporate seal for Trind Nail & Hand Corporation; (3) to authorize the cancellation of Share Certificate Number 1 for One Hundred (100) shares of the Common Stock of Trend Nail & Hand Corporation and to issue as its replacement Share Certificate Number 1 for One Hundred (100) shares of the Common Stock of Trind Nail & Hand Corporation on the newly adopted form of stock certificate; (4) confirm that Trend Merk BV (the owner of both the *Trend*® and *Trind*™ trademarks) has authorized and mandated that the Corporation change its corporate name to Trind Nail & Hand Corporation and that the Corporation change its labeling from *Trend*® to *Trind*™ on all proprietary cosmetic products distributed in the United States; (5) confirm that Trend Merk BV has granted the Corporation the right to use the *Trind*™ trademark in advertising and promotional materials authorized and approved by Trend Merk BV for the sale of such proprietary cosmetic products;

UNANIMOUS WRITTEN CONSENT OF BOARD OF DIRECTORS
January 17, 2003

and (6) to confirm that Trend Merk BV has granted the Corporation the right to change its corporate name from Trend Nail & Hand Corporation to Trind Nail & Hand Corporation for so long as Trend Merk BV continues to authorize the Corporation to use the *Trind*[™] trademark.

After reviewing the documents prepared by legal counsel to amend the Articles of Incorporation and change the corporate name to Trind Nail & Hand Corporation, the following resolution is unanimously adopted:

RESOLVED, that the name of the Corporation shall be, and hereby is, changed to Trind Nail & Hand Corporation

FURTHER RESOLVED, That the form of Amendment to the Articles of Incorporation prepared by legal counsel shall be, and hereby is, adopted for the Corporation and that legal counsel, Kenneth G. Protonentis, is hereby authorized and directed to file said Amendment to the Articles of Incorporation with the Florida Department of Corporations;

The Board of Directors has reviewed the new form of stock certificate for Trind Nail & Hand Corporation and recommends that it be adopted as the new form of stock certificate of the Corporation.

The following resolution is unanimously adopted:

RESOLVED, That the form of stock certificate for Trind Nail & Hand Corporation reviewed by the Board of Directors be, and the same hereby is, adopted as the new form of stock certificate of the Corporation, a copy of said certificate marked Exhibit "A" is attached hereto, made a part hereof, and incorporated into this resolution by reference.

The Board of Directors has considered a new corporate seal to be used as the official seal of the Corporation.

The following resolution is hereby unanimously adopted:

UNANIMOUS WRITTEN CONSENT OF BOARD OF DIRECTORS
January 17, 2003

RESOLVED, That the seal for Trind Nail & Hand Corporation shown in the margin at right of these Minutes be, and the same hereby is, adopted as the official seal of the Corporation.

FURTHER RESOLVED, That the President be, and hereby is, authorized and directed to destroy the seal for Trend Nail & Hand Corporation initially approved by the Directors at their Organizational Meeting on May 8, 2000 and to properly dispose of the old seal to avoid confusion with the newly adopted official Seal of the Corporation.

On May 8, 2000 the Board, by formal resolution entered into the Corporate Minute Book, authorized the Corporation to offer for sale One Hundred Shares of its Common Stock with \$.01 par value at the price of One Dollar (\$1.00) per share. The Corporation received an offer from Richard Houts to purchase the One Hundred (100) shares of Common Stock offered by the Corporation for sale. Share Certificate Number 1 was issued to Richard Houts upon receipt of the consideration, and the record of that transaction was entered into the Stock Transfer Ledger of the Corporation. The Board now deems it proper to issue replacement shares to Richard Houts on the newly adopted form of stock certificate. The following resolution is unanimously adopted:

RESOLVED, That upon receipt of Share Certificate Number 1 for One Hundred (100) shares of the Common Stock of Trend Nail & Hand Corporation from Richard Houts, the President and the Secretary be, and hereby are, authorized and directed to cancel Share Certificate Number 1 and to attach the cancelled Certificate to the Corporation's Certificate Book.

FURTHER RESOLVED, That the President and the Secretary be, and hereby are, authorized and directed to issue Share Certificate Number 1 for One Hundred (100) shares of Common Stock of Trind Nail & Hand Corporation to Richard Houts as the replacement of Share Certificate Number 1 for One Hundred (100) shares of the Common Stock of Trend Nail & Hand Corporation,

UNANIMOUS WRITTEN CONSENT OF BOARD OF DIRECTORS
January 17, 2003

and that such shares when issued shall be fully paid and nonassessable shares of the Corporation.

BE IT FURTHER RESOLVED, That the Secretary be, and hereby is, authorized and directed make all necessary and appropriate entries in the Corporation's Certificate Book and Stock Transfer Ledger duly recording this replacement issue of One Hundred (100) shares of the Common Stock of the Corporation.

The Board has reviewed the formal resolutions of the Board of Directors for Trind Cosmetics U.S.A., Inc. dated June 7, 2001 for the purpose of confirming that: (1) Trend Merk BV has granted the Corporation the right to use the *Trind*TM trademark in advertising and promotional materials authorized by Trend Merk BV and approved by Trind Cosmetics U.S.A., Inc. for the sale of its proprietary cosmetic products; (2) the Corporation is required to change its labeling from *Trend*[®] to *Trind*TM on all such proprietary cosmetic products that the Corporation distributes in the United States; and (3) the Corporation is duly authorized to change its corporate name to Trind Nail & Hand Corporation for so long as Trend Merk BV continues to authorize the Corporation to use the *Trind*TM trademark.

RESOLVED, that Trend Merk BV has granted Trend Nail & Hand Corporation the right to use the *Trind*TM trademark in advertising and promotional materials authorized in writing by Trend Merk BV and approved by Trind Cosmetics U.S.A., Inc. for the offer and sale of all its proprietary cosmetic products in the United States;

FURTHER RESOLVED that Trend Merk BV has mandated that the Corporation discontinue all use of the *Trend*[®] trademark and change its labeling from *Trend*[®] and *Trind*TM on all such proprietary cosmetic products.

BE IT FURTHER RESOLVED, that Trend Merk BV has granted the Corporation the right to change its corporate name from Trend Nail & Hand Corporation to Trind Nail & Hand Corporation for so long as Trend Merk BV continues to authorize the Corporation to use the *Trind*TM trademark for the offer and sale of such proprietary cosmetic products in the United States.

UNANIMOUS WRITTEN CONSENT OF BOARD OF DIRECTORS
January 17, 2003

The above represent the entire body of actions and resolutions adopted by the Board of Directors of Trind Nail & Hand Corporation on January 17, 2003.

I the undersigned, being the sole Director of Trind Nail & Hand Corporation, a Florida corporation, do hereby consent to the above actions and resolutions and do so in lieu of any Special Meeting of the Board of Directors.

IN WITNESS WHEREOF, I have hereunto affixed my hand on this 17th day of January 2003.



Richard Houts, Director