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BERNARD J.
LECHNER
Attorney
At Law

June 9, 2000

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

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-06/12/00-01113-005
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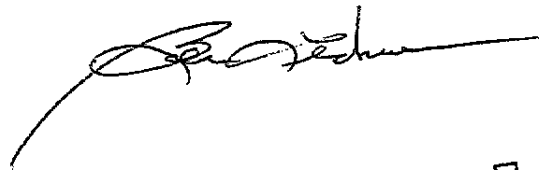
Re: LeVettes, Inc. change of name to LeeVette's, Inc.

Ladies/gentlemen:

Along with my check for \$ 35.00, I have enclosed the original and one copy of the Certificate of Amendment of Articles of Incorporation for LeVette's, Inc.

I trust that everything is in order, and that this Certificate may be filed, with a stamped copy being returned to me (self-addressed, stamped envelope also enclosed). Please let me know if you have any questions or comments, and thanks for the help.

very truly yours,



BJL/wt

enclosures as noted

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 12 AM 8:40

N/C

V. SHEPARD JUN 16 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 12 AM 8:40

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION
OF LeVette's, Inc.

LeVette's, Inc., a Florida corporation, under its corporate seal and hand of its President and Secretary, hereby certifies that the Board of Directors of said corporation, at a meeting called and held on June 1, 2000, at the corporate office, adopted the following Resolution:

"RESOLVED, that it is advisable that the Articles of Incorporation of this corporation be amended as follows:

ARTICLE I - NAME

The name of the corporation shall be:

LeeVette's, Inc.

BE IT FURTHER RESOLVED, that the officers of the corporation prepare appropriate Resolutions for the corporation which will authorize said change, and

BE IT FURTHER RESOLVED, that this Resolution be put before the Stockholders of this corporation for approval."

The meeting of the Stockholders of the corporation called by the Board of Directors as aforesaid was held on June 1, 2000, at the corporate office, and said Amendment of the Articles of Incorporation was duly adopted by the unanimous vote of all of the Stockholders.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be filed in its name by its President and its corporate seal to be

hereunto affixed and attested by its Secretary, on this 8th day
of June, 2000.



STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 8th day of June, 2000,
by Valerie J. Nisk, President and Secretary of LeVette's, Inc. a Florida corporation, on
behalf of the corporation, who is personally known to me and not on oath.

LeVette's, Inc.
By:

Valerie J. Nisk
Valerie J. Nisk, President

Attest:

Valerie J. Nisk
Valerie J. Nisk, Secretary

Juanita Johnson
Notary Public

My Commission Expires:



Juanita Johnson
My Commission CC570872
Expires Sep. 17, 2000