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December 18, 2001

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

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-12/26/01--01078--025
*****35.00 *****35.00

RE: DEFOOR, INC. and TECHWOOD, INC.

To Whom it May Concern:

I represent Herbert L. Haralson, an officer/director of both DEFOOR, INC. and TECHWOOD, INC. The enclosed filings are intended to act simultaneously to dissolve Defoor, Inc. and change the name of Techwood, Inc. to Defoor, Inc. Enclosed are two checks, one for the Articles of Dissolution for Defoor, Inc. in the amount of \$35.00 and the other for the Articles of Amendment for Techwood, Inc. in the amount of \$35.00.

If you have any questions or concerns, please do not hesitate to contact me.
Thank you for your time and consideration.

Sincerely,

Shannon L. Porath

Shannon L. Porath, Esq.

Enclosures as stated

cc: client

FILED
01 DEC 26 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C

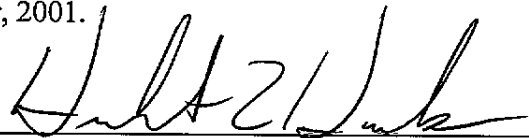
T BROWN JAN - 3 2002

AFFIDAVIT OF INTENT

I, HERBERT L. HARALSON, being over 18 years of age and under penalty of perjury state as follows:

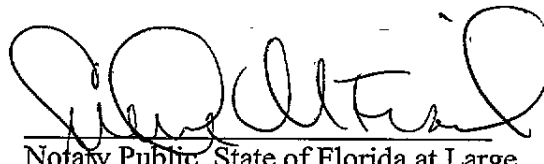
1. I am an officer/director of DEFOOR, INC. a Florida Profit Corporation.
2. I am an officer/director of TECHWOOD, INC.
3. Articles of Dissolution have been filed for DEFOOR, INC.
4. I have no intent to revoke the Articles of Dissolution for DEFOOR, INC.
5. Amendments have been filed for TECHWOOD, INC. to change its name to DEFOOR, INC.

Signed this 20th day of December, 2001.


Herbert L. Haralson

STATE OF FLORIDA
WALTON COUNTY

The foregoing instrument was acknowledged before me on this 20th day of December 2001 by HERBERT L. HARALSON who (is personally known to me) OR (produced _____ as identification).


Notary Public, State of Florida at Large

Commission No.: CC 919994

My commission expires: March 20, 2004

(Seal)



ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TECHWOOD, INC.

FILED
01 DEC 26 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT NUMBER P00000085603

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:

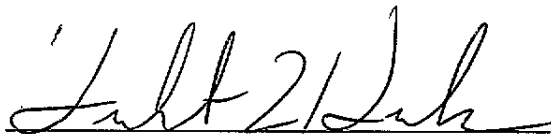
FIRST: Amendment(s) adopted:

ARTICLE I – NAME: Name is hereby amended to read, DEFOOR, INC.

SECOND: The date of the amendment's adoption is December 14, 2001.

THIRD: The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

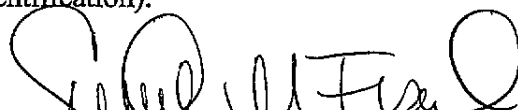
Signed this 20th day of December, 2001.



Herbert L. Haralson
Director

STATE OF FLORIDA
WALTON COUNTY

The foregoing instrument was acknowledged before me on this 20th day of December, 2001 by HERBERT L. HARALSON who (is personally known to me) OR (produced _____ as identification).


Notary Public, State of Florida at Large

Commission No.: CC 919994

My commission expires: March 20, 2004

(Seal)

