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SCOTT
NEPTUNE POOLS INC
3230 TROPICAL TRAIL
LANTANA, FL 33462

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Request taken by: thampton 01-19-2001

The forms you recently requested from this office are:

(1) 300. Amend Profit Corp

Should you have any questions or need any further information, please contact us at the address below:

Division of Corporations - P.O. BOX 6327 - Tallahassee FL 32314

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

OT JAN 31 AM 9:51

SECRETARY OF STATE
TALLAHASSEE, FLORID:

NEPTURE POOIS INC.

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: (indicate article number(s) being amended, added or deleted)

Article I The name of this corporation The name of this corporation Shall be! NEptune Pools Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

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THIRD:	The date of each amendment's adoption: \(\delta \) \(\d
FOURTH	: Adoption of Amendment(s) (CHECK ONE)
\tag{\tau}	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient
	for approval byvoting group
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 28 day of January, 2001.
Signatu	re
	(By the Chairman or Vice Chairman of the Board of Directors, President of other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	SCOTT HOUCHINS Typed or printed name
	Prese dent