

PO1000020595

Requester's Name

Mr. John Best
90 Ocean Blvd Apt 43
Atlantic Bch, FL 32233-5455

7000058597--5
-06/19/02--01035--009
*****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. John Best (Corporation Name) 0456 (Document #)
2. AUTHORIZATION BY PHONE TO (Corporation Name) Amended (Document #)
CORRECT Initial/Incorporate
3. DATE 07-3-02 (Corporation Name) (Document #)
4. INC. STATE DC (Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of State

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 JUL -1 AM 9:36

Examiner's Initials DC

*Amendment
07/3/02*



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 25, 2002

JOHN BEST
901 OCEAN BLVD
SUITE 43
ATLANTIC BEACH, FL 32233

SUBJECT: UKULELE, INC.
Ref. Number: P01000020595

We have received your document for UKULELE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please entitle your document ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION. —OK

A new set of articles of incorporation can not be filed.

X If the amendments are adopted by the incorporator then the incorporator must sign the document. Our records reflect the incorporator being ELSIE SANCHEZ, therefore, if document is adopted by the incorporator Elsie Sanchez must sign the document.

70 The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

0 The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell
Corporate Specialist

Letter Number: 302A00040673

John Best
901 Ocean Blvd.
Atlantic Beach, FL 32233
904.241.9255

Thursday, June 27, 2002

Darlene Connell
Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Ms. Connell,

We would like to thank you for replying with the necessary instruction per your Letter Number: 302A00040673.

However, we can not oblige on two of the following requests as the reasons follow:

The original incorporator can not sign the amendments. The original incorporator is not in contact with the corporation's officers no longer involved with the corporation. The original incorporator should be removed from any necessary signing authority. Please advise to the necessary procedure to have this done, if it has not been done already.

The work 'initial' or 'first' can not be found in the documents we submitted, therefore can not be removed.

The rest of your instructions were followed and changed as follows in the enclosed copies. We are formally resubmitting the amended articles.

Thanks again for your understanding and fine work.

Sincerely,



John Best

RECEIVED
02 JUL - 1 AM 8:35
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

UKULELE, INC.

(present name)

(Document Number of Corporation (if known))

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)*

ALL AMENDED OR CHANGED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 JUL - 1 AM 9:36

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:

THIRD: The date of each amendment's adoption: 6.12.2002

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

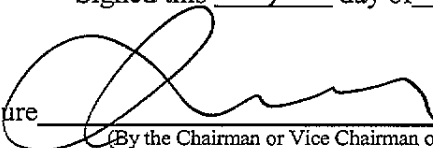
The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting 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 17th day of June, 2002

Signature 
(By the Chairman or Vice Chairman of the Board of Directors, President or 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)

JOHN BEST
(Typed or printed name)

PRES (FORMER)
(Title)

**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
Ukulele, Inc.**

The undersigned incorporator to these ^{/Amended} Articles of Incorporation hereby amend corporation under Chapter 607 the laws of the State of Florida as follows:

ARTICLE 1 - Name and Address

The name of this Corporation **Ukulele, Inc.** The street address of the Corporation is: 38 Ocean Blvd, Atlantic Beach, Florida 32233

ARTICLE 2 - Term of Existence

This Corporation shall have perpetual existence, commencing upon filing of these articles of incorporation with the Florida Secretary of State.

ARTICLE 3 - Purpose

This Corporation is organized for the purpose of transacting a retail business.

ARTICLE 4 - Capital Stock

This Corporation is authorized to issue 15,000 shares of \$1.00 par value common stock, which shall be designated Common Shares.

ARTICLE 5 - Registered Office and Agent

The street address of the registered office of this Corporation is 38 Ocean Blvd, Atlantic Beach, Florida 32233, and the name of its registered agent at such address is Dorothy Shoffner.

ARTICLE 6 - Board of Directors

This Corporation shall have one (1) director. The number of directors may be either increased or diminished from time to time as provided in the Corporation's Bylaws, but shall never be less than one (1).

ARTICLE 7 - Incorporator

The name and address of the person signing these ^{/Amended} Articles and serving as the sole incorporator is: John Best, 901 Ocean Blvd #43, Atlantic Beach, FL 32233.

ARTICLE 8 - Officers

The officers of the corporation shall be: Dorothy Shoffner, President.

ARTICLE 9 - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors of this Corporation.

ARTICLE 10 - Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned sole incorporator executed these ^{/Amended} Articles of Incorporation, this 27th day of June, 2002.

John Best

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Dorothy Shoffner

Dated this 13 day of June, 2002.