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**RUDEN
McCLOSKEY
SMITH
SCHUSTER &
RUSSELL, P.A.
ATTORNEYS AT LAW**

1549 RINGLING BOULEVARD
SUITE 600
SARASOTA, FLORIDA 34236

POST OFFICE BOX 49017
SARASOTA, FLORIDA 34230-6017

(941) 365-0140
FAX: (941) 316-7911
JMD@RUDEN.COM

July 3, 2001

Florida Department of State
Division of Corporations
Corporate Records Bureau
Post Office Box 6327
Tallahassee, FL 32301

Re: WHITTEN, INC.

800004462108--6
-07/06/01--01048--013
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed for filing are Articles of Amendment to the Articles Incorporation for Whitten, Inc. Also enclosed is our check in the amount of \$35.00 to cover your filing fee.

Please file the original Articles of Amendment and forward a confirmation of the filing to me at Post Office Box 49017, Sarasota, Florida 34230.

Sincerely yours,

RUDEN, McCLOSKEY, SMITH,
SCHUSTER & RUSSELL, P.A.


John M. Dart

JMD/jlb
Enclosure

FILED
01 JUL -6 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C

T BROWN JUL 11 2001

SAR:86774:1

FORT LAUDERDALE ■ MIAMI ■ NAPLES ■ ST. PETERSBURG ■ SARASOTA ■ TALLAHASSEE ■ TAMPA ■ WEST PALM BEACH

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
WHITTEN, INC.

FILED
01 JUL -6 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Pursuant to Florida Statute 607.1006, **WHITTEN, INC.** hereby adopts the following
Articles of Amendment to its Articles of Incorporation:

- A. The name of the corporation is hereby changed to **SCOOPDADDY'S, INC.**
2. The Amendment does not provide for an exchange, reclassification, or cancellation of issued shares.
3. The Amendment was adopted on the 28th day of June, 2001.
4. The Amendment was approved by a vote of shareholders sufficient for approval in accordance with the corporation's Articles of Incorporation and Bylaws. Only one voting group was entitled to vote on the Amendment.

Dated this 28th day of June, 2001.

ATTEST:

WHITTEN, INC., a Florida corporation

Charles M. Whitten
Secretary

By: Cheryl J. Whitten
Cheryl J. Whitten, President

(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by CHERYL J. WHITTEN, the President of WHITTEN, INC., a Florida corporation, freely and voluntarily under authority duly vested in her by said corporation and that the seal affixed thereto is the true corporate seal of said corporation. She is personally known to me or who has produced _____ as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 28th day of June, 2001.

Notary Public

John M. Dart

Typed, printed or stamped name of Notary Public

My Commission Expires:

