

P02000013377

JEAN E. FOWLER
1367 SW GRANVILLE AVE.
PORT ST. LUCIE, FLORIDA 34953

772-878-3614
JULY 7, 2002

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
DOCUMENT NUMBER P02000013377
LONE PALM POOL, INC.

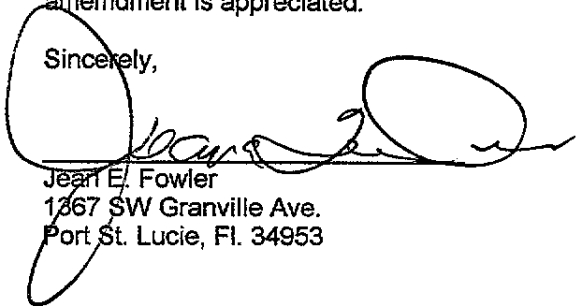
900006327049--1
-07/11/02--01030--014
*****35.00 *****35.00

Dear Secretary of State:

Enclosed find one original and one copy of Articles of Amendment to Articles of Incorporation of Lone Palm Pool, Inc. Please return one copy to me at the above address for my records.

Also find enclosed a check made payable to the Secretary of State in the amount of \$35.00 which represents the fee for the Amendment. Your assistance in filing this amendment is appreciated.

Sincerely,


Jean E. Fowler
1367 SW Granville Ave.
Port St. Lucie, Fl. 34953

FILED
02 AUG -9 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
T. Lewis 8/9/02



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 17, 2002

JEAN E. FOWLER
1367 SW GRANVILLE AVENUE
PORT ST. LUCIE, FL 34953

SUBJECT: LONE PALM POOL, INC.
Ref. Number: P02000013377

We have received your document for LONE PALM POOL, 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):

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.

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) 245-6869.

Teresa Brown
Corporate Specialist

Letter Number: 702A00043943

RECEIVED
02 AUG -9 AM 9:48
DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LONE PALM POOL, INC.**

FILED
02 AUG -9 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**WE, JEAN E. FOWLER, ERIC F. BROWN AND KELLY V. JOHNSON
BOARD OF DIRECTORS**

**PURSUANT OF THE PROVISIONS OF SECTION 607,1006, FLORIDA STATUTES,
THIS CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO
ITS ARTICLES OF INCORPORATION:**

FIRST: AMENDMENT(S) ADOPTED: ARTICLE SEVEN

ARTICLE SEVEN

**THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS
IS FOUR (4), AND THE NAME AND ADDRESS OF THE PERSON OR PERSONS WHO
ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF THE
SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND QUALIFIED
ARE:**

NAME:

MAILING ADDRESS:

JEAN E. FOWLER, SEC./TRES.

**1367 SW GRANVILLE AVE.
PORT ST. LUCIE, FL. 34953**

JOHN P. MRAZEK, PRES.

**1408 LACONIA ST.
SEBASTIAN, FL. 32958**

ERIC F. BROWN, V.P.

**356 SW GRIMALDO TERR.
PORT ST. LUCIE, FL. 34984**

**KELLY V. JOHNSON, SERGEANT
OF ARMS**

**600 SE DEAN TERR.
PORT ST. LUCIE, FL. 34984**

**SECOND: IF AN AMENDMENT PROVIDED FOR AN EXCHANGE, RECLASSI-
FICATION OR CANCELLATION OF ISSUED SHARES, PROVISIONS FOR
IMPLIMENTING THE AMENDMENT IF NOT CONTAINED IN THE AMENDMENT
ITSELF, ARE AS FOLLOWS:**

**AMENDED
ARTICLE SEVEN**

**THE NUMBER OF DIRECTORS CONSTITUTING THE BOARD OF DIRECTORS
IS THREE (3), AND THE NAME AND ADDRESS OF THE PERSON OR PERSONS WHO
ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF THE
SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND QUALIFIED**

ARE:

NAME:

ADDRESS:

**JEAN E. FOWLER, SEC./TRES.
INCORPORATOR**

**1367 SW GRANVILLE AVE.
PORT ST. LUCIE, FL. 34953**

ERIC F. BROWN, PRES.

**356 SW GRIMALDO TERR.
PORT ST. LUCIE, FL. 34984**

KELLY V. JOHNSON, V.P.

**600 SE DEAN TERR.
PORT ST. LUCIE, FL. 34984**

**CANCELLATION OF ISSUED SHARES:
AND CERTIFICATE #'S:**

**CERTIFICATE # 1, ISSUED ON 3/4/02, 10 SHARES, JOHN P. MRAZEK
CERTIFICATE # 2, ISSUED ON 3/4/02, 10 SHARES, JOHN P. MRAZEK
CERTIFICATE # 3, ISSUED ON 3/4/02, 10 SHARES, JOHN P. MRAZEK**

**PROVISIONS FOR IMPLEMENTING THE AMENDMENT
NOT CONTAINED IN THE AMENDMENT ITSELF:**

**JOHN P. MRAZEK DID NOT MAKE AVAILABLE OR DEPOSIT INITIAL \$5,000.00
INVESTMENT TO COMPANY OR OFFICERS.**

**JOHN P. MRAZEK DID TAKE FUNDS INTENDED FOR THE COMPANY ACCOUNT
AND DEPOSIT INTO HIS OWN PERSONAL ACCOUNT WITHOUT THE KNOWLEDGE
OF COMPANY OFFICERS.**

**JOHN P. MRAZEK DID RESIGN HIS POSITION ON APRIL 14, 2002, IN A SPECIAL
MEETING CALLED TO ORDER BY JOHN P. MRAZEK AND ATTENDED BY:
JOHN P. MRAZEK, JEAN E. FOWLER, ERIC F. BROWN AND KELLY V. JOHNSON.**

**THIRD: THE DATE OF EACH AMENDMENT'S ADOPTION:
JULY 7, 2002**

FOURTH: ADOPTION OF AMENDMENT(S)

**THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS.
THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE
SUFFICIENT FOR APPROVAL.**

**"THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE
SUFFICIENT FOR APPROVAL BY:**

**JEAN E. FOWLER, (1) YES / ERIC F. BROWN, (1) YES / KELLY V. JOHNSON
(1) YES**

**THE AMENDMENT(S) WAS/WERE ADOPTED BY THE BOARD OF DIRECTORS
WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT
REQUIRED.**

SIGNED THIS 7TH. DAY OF JULY, 2002


JEAN E. FOWLER, SEC. TRES.
LONE PALM POOL, INC.


ERIC F. BROWN, PRES.
LONE PALM POOL, INC.


KELLY V. JOHNSON, V.P.
LONE PALM POOL, INC.

BY AND FOR LONE PALM POOL, INC.
POST OFFICE BOX 9213
PORT ST. LUCIE, FLORIDA 34985-9213


JEAN E. FOWLER, INCORPORATOR
1367 SW GRANVILLE AVE.
PORT ST. LUCIE, FLORIDA 34953