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July 16, 2002

P02 000066739

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-07/19/02--01037--003
*****43.75 *****43.75

Re: Damian's of Southeast, Inc.

Dear Sir:

Enclosed please find an original and one copy of a proposed Amendment to Articles of Incorporation for filing in regard to the above-referenced corporation. Our firm's check in the amount of \$43.75 for the filing fee and certified copy is enclosed. Thank you for your assistance in this matter and if you have any questions, please do not hesitate to contact us.

Very truly yours,

MOORE, HILL & WESTMORELAND, P.A.

Judy Pinette
Judy Pinette, CLA to
J. Lofton Westmoreland

/jap
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 JUL 18 PM 4:44

Amendment
07/25/02
DC

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DAMIEN'S OF SOUTHEAST, INC.
(Document No. P02000066739)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 JUL 18 PM 4:44

These Articles of Amendment to Articles of Incorporation of Damien's of Southeast, Inc. are adopted this 8th day of July, 2002, for the purposes stated herein:

1. The name of the corporation is Damien's of Southeast, Inc. The corporation was formed on June 17, 2002.

2. The amendment adopted is set forth below:

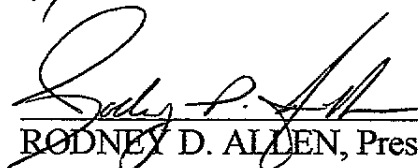
ARTICLE VIII – MAILING ADDRESS, of the original Articles of Incorporation is deleted in its entirety and replaced with the following:

ARTICLE VIII – MAILING ADDRESS

The street address of the initial principal office is 548 Royce Street, Pensacola, Florida 32503. The mailing address of the corporation is 548 Royce Street, Pensacola, Florida 32503.

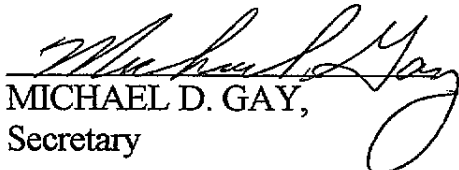
3. The amendment was approved by the shareholders and directors. The number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President and Secretary of
the aforesaid corporation have executed these Articles of Amendment to Articles of
Incorporation on this 8th day of July, 2002.



RODNEY D. ALLEN, President

ATTEST:



MICHAEL D. GAY,
Secretary

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 8
day of July, 2002, by Rodney D. Allen, as President of Damian's of
Southeast, Inc., and by Michael D. Gay, as Secretary of Damian's of Southeast, Inc.,
and who are personally known to me or who have produced _____
_____ as identification and who did not take an oath.

My Commission Expires:
May 21 2006



NOTARY PUBLIC

