

P03000006829

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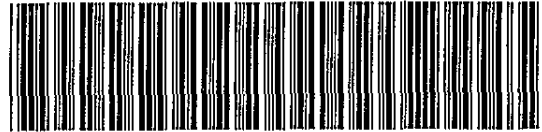
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
4/23/03

PROFORM

POOLS & SPAS INC.

352 · 239-3353 · P.O. Box 941, Ocala, FL 34478

To Whom it May Concern,

It is our intention via this amendment to add Brian Adams as a vice-president. Enclosed is a check for the amendment plus \$8.75 for a certificate of status. Please send confirmation of amendment & Cert.of status to : 2221 SE 68 St., Ocala, FL 34480. If there is any difficulty in processing this request, please phone (352) 239-3353.

Thank You.

Luke Bordges - Preside

Luke Bordges

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
03 APR 23 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROFORM POOLS & SPAS, Inc.
(present name)

P03000006829

(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)*

ARTICLE VII :

Adoption of additional Vice President :

Brian Adams

2170 NE 44th St.

Ocala FL 34479

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: February 1, 2003

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 2 day of February, 2003.

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)

LUKE BORDGES
(Typed or printed name)

PRESIDENT / INCORPORATOR
(Title)