

P03000031196

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

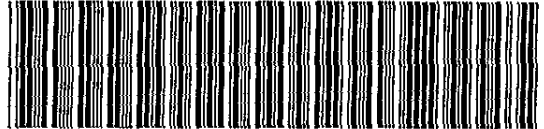
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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4p
P03000031196

Clarion Pools, Inc.
4051 Rock Creek Drive
Port Charlotte, FL 33948
(941) 623-0566
Fax: (941) 623-0568

March 27, 2003

Division Of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, Fl 32314

Dear Sirs:

The attached paper work is an amendment to articles: III, V, VI, and VII. The information being changed in each of the articles is the address.

If you require further information please contact Clarion Pools at the above number.

Thank you for your help with the above matter.

Sincerely,

 , PRESIDENT

Douglas F. Wing, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

Clarion Pools, Inc.
(present name)

P03000031196
(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)*

The following articles shall be amended: **III, V, VI, VII.** The new address for the above articles shall be:

Clarion Pools, Inc.
4051 Rock Creek Drive
Port Charlotte, FL 33948

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TALLAHASSEE, FLORIDA

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: March 27, 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 27th day of March, 2003.

Signature  PRESIDENT
(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)

Douglas F. Wing
(Typed or printed name)

President/Incorporator
(Title)