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Handwritten initials or signature

KAREN O. GAFFNEY, P.A.

ATTORNEY AT LAW

221 WEST MAIN STREET • SUITE D
INVERNESS, FLORIDA 34450

KAREN O. GAFFNEY

TELEPHONE
352/726-9222

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August 22, 2005

Corporate Records Bureau
Division of Corporations
Secretary of State
Post Office Box 6327
The Capitol
Tallahassee, Florida 32314

RE: Citrus Custom Pools & Services, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Amendment to Articles of Incorporation of Citrus Custom Pools & Services, Inc. Designation of and acceptance by registered agent for filing with your office. Also, enclosed is our check in the amount of \$78.75 to cover your fee. Please return the certified copy and letter of acknowledgment to my office.

Thank you for your assistance in this matter.

Yours truly,

KAREN O. GAFFNEY, P.A.



Karen O. Gaffney

KOG/dpl
Enclosures

FILED

05 AUG 23 PM 12:16

CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF CITRUS CUSTOM POOLS & SERVICES, INC.

The Articles of Incorporation of CITRUS CUSTOM POOLS & SERVICES, INC., are hereby amended by unanimous vote of all shareholders of the corporation which vote is sufficient under the Articles of Incorporation and by affirmative vote of the Board of Directors at a meeting duly constituted wherein the following previously filed with the Secretary of State are amended as follows:

ARTICLE I.

NAME

The name of the corporation is CITRUS POOL SERVICE & REPAIR, INC.

ARTICLE VI.

PRINCIPAL OFFICE

The address of the corporation's principal office is 1233 E. Norvell Bryant Hwy., Hernando, Citrus County, Florida 34442. The name of the registered agent of the corporation located at such address is Karen O. Gaffney.

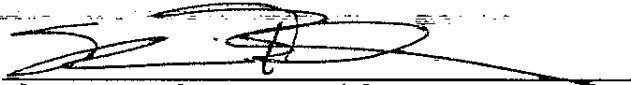
ARTICLE IX.

DIRECTORS

The corporation is managed by a Board of Directors. The number of directors constituting the Board of Directors is one (1). The name and address of the director is:

Shaun Borden
1233 E. Norvell Bryant Hwy.
Hernando, FL 34442

IN WITNESS WHEREOF, I have, the undersigned officer and
director of this corporation have executed these Articles of
Amendment to the Articles of Incorporation this 22nd day of
August, 2005.


Shaun Borden, President

STATE OF FLORIDA
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this the
22nd day of August, 2005, by Shaun Borden, who is personally
known to me or who did produce
personally known to me as
identification, and who did not take an oath.


Notary Public

Printed name

Commission Expires

Commission Number



Paula C Manning
My Commission DD242643
Expires October 06, 2007

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First – CITRUS POOL SERVICE & REPAIR, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Amended Articles of Incorporation, as City of Hernando, County of Citrus, has named KAREN O. GAFFNEY, located at 221 West Main Street, Suite D., City of Inverness, State of Florida 34450, as its agent to accept service of process within the State.

ACKNOWLEDGMENT: (Must be signed by Designated Agent)

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


KAREN O. GAFFNEY
Registered Agent