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TRANSMITTAL LETTER

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

SUBJECT:

C.D.S. SPA & POOLS, INC.
(Proposed corporate name)

Enclosed please find an original and one (1) copy of the Articles of Amendment for the above corporation and a check in the amount of \$ 43.75.

FROM:

ACCOUNTING PROFESSIONALS GROUP, INC.

6220 S. ORANGE BLOSSOM TRAIL, SUITE 170

ORLANDO, FLORIDA 32809

(407) 856-1906

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TAIL AREA SEE TO SEE THE SEE

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

C.D.S. SPA & POOLS, INC.

The undersigned President of C.D.S. SPA & POOLS, INC., a Florida Corporation (the "Corporation"), for and on behalf of the Corporation does hereby execute these Articles of Amendment to the Articles of Incorporation of the Corporation. Florida.

SUBJECT TO BE AMENDED

Acknowledgement of resignation of Paola Saenz as Vice President of C.D.S. SPA & POOLS, INC.

Acknowledgement of resignation of Steve Luis Murphy as Secretary and Registered Agent of C.D.S. SPA & POOLS, INC.

Acknowledgement of appointment of Eduardo Diaz as Registered Agent of C.D.S. SPA & POOLS, INC.

Acknowledgement of appointment of Lazara Perez as Secretary of C.D.S. SPA & POOLS, INC.

Acknowledgement of new corporate & registered address 3831 Wingward Ave Orlando, Florida 32822

ARTICLE I - NAME OF CORPORATION

The name of the corporation is: C.D.S. SPA & POOLS, INC.

ARTICLE VII - BOARD OF DIRECTORS

- A. The number of directors of the corporation shall be Two (2).
- B. The number of Directors of the corporation may be increased or decreased from time to time pursuant to the By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.
- C. The name and address of the members of the Board of Directors, who shall hold office until his successor is duly elected and qualified is:

Eduardo Diaz

3831 Wingward Ave Orlando, Florida 32822

Lazara Perez

3831 Wingward Ave Orlando, Florida 32822

ARTICLE XI - ADOPTION DATE OF ARTICLES OF AMENDMENT

The adoption date of these Articles of Amendment shall be August 26, 2004

The above stated amendments were approved by unanimous consent of all shareholders entitled to vote.

IN WITNESS WHEREOF, the undersigned President, of the corporation, have hereunto set her hand this 30th day of September, 2004.

Eduardo Diaz

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 30th day of September 2004, by Eduardo Diaz, President of C.D.S. SPA & POOLS, INC., a Florida Corporation on behalf of the corporation, who has produced her Florida Drivers License as identification and who did not take an oath.

Angel/Cepero Notary Public

