P34000/56473

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07 MAR 15 AM 10: 05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



January 22, 2007

GENESIS POOLS INC. 910 SW 100TH TERRACE PEMBROKE PINES, FL 33025

SUBJECT: GENESIS POOLS INC Ref. Number: P04000156473

We have received your document for GENESIS POOLS INC and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6908.

Letter Number: 607A00004930

Sylvia Gilbert Document Specialist

ARTICLES OF AMENDENT TO ARTICLES OF INCORPORATION



CORPORATION NUMBER. P04000156473 NAME: GENESIS POOLS INC.

07 MAR 15 AM 10: 05

SECRETARY OF STATE TALLAHASSEE, FLORIDA

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 ADOPTED: SEE ATTACHED PAGE

SECOND AMENDMENT: IF AN AMENDMENT PROVIDES FOR AN EXCHANGE RECLASIFICATION OR CANCELLATION OF ISSUED SHARES PROVISIONS FOR IMPLEMENTING THE AMENDMENT IF NOT CONTAINED IN THE AMENDMENT IT SELF, ARE AS FOLLOWS:

(NOT APPLICABLE)

PLEASE SEE ATTACHED PAGE FOR AMENDMENTS ADOPTED

ROBERT GARCIA OF 18252 S.W. 22ND STREET WILL NO LONGER BE THE VICE-PRESIDENT OF THE CORPORATION.

THE NEW VICE-PRESIDENT IS NELSON DARIO RIVAS WHO IS ALSO PURCHASING 50% PER CENT OF COMPANY SHARES.

ADDRESS FOR NELSON DARIO RIVAS: 8960 N.W. 11 ST.
PEMBROKE PINES, FLA . 33024. ↑

PRESIDENT.

JAMES BRAND

910 S.W. 100TH AVE:

PEMBROKE PINES, FLA. 33025.

NEW VICE-PRESIDENT.

NELSON DARIO RIVAS_

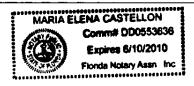
8960 N.W. 11 ST.

PEMBROKE PINES, FLA. 33024

SWORN AND SUBSCRIBED BEFORE ME AT BROWARD COUNTY IN THE STATE OF FLORIDA THIS 10TH OF JANUARY 2007.

NOTARY: MARIA ELENA CASTELLON

SEAL



The date of each amendment(s) adoption:
Effective date if <u>applicable</u> : (no more than 90 days after amendment file date)
Adoption of Amendment(s) (CHECK ONE)
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders 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.
Signature (By a director president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)
TAMES BRAND (Typed or printed name of person signing)
PRESIDENT
(Title of person signing)

FILING FEE: \$35