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CONTACT:	KATIE WO	NSCH .		
DATE:	<u>07/21/2005</u>			
REF. #:	000174.40375	<u>.</u>	•	
CORP. NAME:	M.KRUGER	, INC.		
( XX ) ARTICLES OF IN	CÖRPORATION	( ) ARTICLES OF AMENDMENT	( ) ARTICLES OF DISSOLUTION	
( ) ANNUAL REPORT		( ) TRADEMARK/SERVICE MARK	( ) FICTITIOUS NAME	
( ) FOREIGN QUALIFIC	CATION	( ) LIMITED PARTNERSHIP	( ) LIMITED LIABILITY	
( ) REINSTATEMENT		( ) MERGER	( ) WITHDRAWAL	
( ) CERTIFICATE OF C	ANCELLATION			
( ) OTHER:				
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Examiner's Initials

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF M. KRUGER, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, certifies that:

- 1. She is the President of M. KRUGER, INC., a Florida corporation, whose Articles of Incorporation were filed with the Secretary of State, State of Florida, on March 18, 2005.
- 2. The following amendment to the Articles of Incorporation was unanimously adopted and approved by the sole Shareholder and sole Director, by written consent in lieu of a meeting, dated June 27, 2005. The number of votes cast by the sole Shareholder and sole Director was sufficient for approval.
- 3. ARTICLE I of the Articles of Incorporation is hereby amended in its entirety to read as follows:

## ARTICLE I - NAME

The name of this Corporation is:

POOLPUP, INC.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 20th day of 1v/y, 2005.

Margaret Ø. Kruger

President