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(((H060001590263)))

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Account Number : 071001002335 Phone : (305)599-0839 Fax Number : (305)716-0346 06 JUN 15 PH 4: 33

SECRETARY OF STATE

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PROL POOL DESIGN & CONSTRUCTION GROUP INC.

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June 15, 2006

FLORIDA DEPARTMENT OF STATE

PROL POOL DESIGN & CONSTRUCTION GROUP INC. 13450 SW 23RD STREET MIAMI, FL 33175

SUBJECT: PROL POOL DESIGN & CONSTRUCTION GROUP INC. REF: P06000077023

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

DATE OF ADOPTION SHOULD BE THE DATE THE SHAREHOLDERS DECIDED TO CHANGE THE NAME. THE DATE SHOWN IN THE DOCUMENT IS A DATE PRIOR TO THE DATE THE CORPORATION WAS INCORPORATED??

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) 245-6906.

Darlene Connell Document Specialist FAX Aud. #: H06000159026 Letter Number: 706A00040656

ARTICLE OF AMENDMINENT TO ARTICLES OF INCORPORATION OF

PROL POOL DESIGN & CONSTRUCTION GROUP INC. (present name)

P06000077023 (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)

DELETE: ARTICLE I: NAME .

The name of this corporation is:

PROL POOL DESIGN & CONSTRUCTION GROUP INC.

ADD: ARTICLE I: NAME .

The new name for this corporation shall be: PROL POOL, INC.

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: June 14th, 2006

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- X 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				
	(votio	E Btonb)		

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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 14 TH day of June 2006.
Signature Qual
(By the Chairman or Vice Chairman of the Board of Directors, President or other officers if adopted by the shareholders)
OR .
(By a director if adopted by the directors)
ÔR Í
(By an incorporator of adopted by the incorporators)
ALEJANDRO L. PROL
(Typed or print name)
PRESIDENT
(Title)