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SECRETARY OF STATE
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Amend + M/c

B 7/8/08

KIERZYNSKI & ASSOCIATES

CERTIFIED PUBLIC ACCOUNTANT, P.A.

5143 Commercial Way, Spring Hill, Florida 34606 • (352) 597-2800 • Fax (352) 596-2656 • mjkcpa@tampabay.rr.com

June 25, 2008

Florida Department of State Division of Corporations Corporate Filings Post Office Box 6327 Tallahassee, FL 32314

Attention: Amendment Section

Re: Tanning & Nails, Inc.

P07000100543

Dear Sir or Madam:

Enclosed please find an Amendment to the Articles of Incorporation of Tanning & Nails, Inc., along with a check in the amount of \$35.00 for filing fees. Please process accordingly.

If you have any questions regarding the enclosures, please contact the undersigned.

Sincerely,

Michael J. Kierzynsk

MJK/mc Enclosures

cc: Mr. Randy J. Manescalchi

AMENDMENT TO ARTICLES OF INCORPORATION OF TANNING & NAILS, INC.



The undersigned Corporation hereby certifies the following:

- 1. The name of the Corporation is Tanning & Nails, Inc.
- 2. The Corporation was formed on September 7, 2007, upon the filing of the Articles of Incorporation in the Office of the Secretary of State, where said Articles were assigned document number P07000100543.
- 3. In accordance with Florida Statute 607.1006, all of the Shareholders and all of the Directors of the Corporation hereby declare it to be their intention that Article I of the Articles of Incorporation of Tanning & Nails, Inc., be and hereby is amended as follows:

ARTICLE 1: NAME AND ADDRESS

The name of this Corporation is B & I Specialties, Inc. The address of the principal office of this Corporation shall be 10225 Hayward Road, Spring Hill, Florida 34608, and the mailing address of the Corporation shall be 10225 Hayward Road, Spring Hill, Florida 34608.

This Amendment is adopted $\sqrt[4]{2}$, 2008 by the written agreement of all of the Shareholders and all of the Directors of the Corporation, as evidenced by the signatures below, and shall become effective upon the filing with the Florida Secretary of State.

SHAREHOLDERS: X Mmy Mhmmm RANDY & MANESCALCHI	
DIRECTORS: YMM MANESCALCHI	

IN WITNESS WHEREOF, the undersigned have executed and signed this Amendment to the Articles of Incorporation on behalf of the Corporation this _______ day of _______, 2008.

TANNING & NAILS, INC.

RANDYS. MANESCALCHI, PRESIDENT

RANDY JOMANESCALCHI, SECRETARY