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FILED
99 SEP -7 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 31, 1999

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

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-09/03/99--01077--018
*****87.50 *****43.75

Gentlemen:

Re: ULTIMATE FANTASY OF PINELLAS, INC.

Enclosed herewith please find the Amendment to the Articles of Incorporation changing the name to U.F., Inc. Also enclosed is a copy of the same which we would ask you to certify and return to us.

Our check in the amount of \$87.50 is enclosed for your fee.

Thank you for your cooperation in this regard.

Very truly yours,

Donald R. Hall

DRH:dk
Enclosures

NC Amend
9-15-99
DHS

FILED

99 SEP -7 AM 8:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO ARTICLES OF INCORPORATION
OF
ULTIMATE FANTASY OF PINELLAS, INC.

I, STEVEN D. SMITH, President and Secretary of ULTIMATE FANTASY OF PINELLAS, INC., a corporation organized and existing under the laws of the State of Florida, do hereby certify that by resolution adopted by the Board of Directors and all holders of the common stock of said corporation, at a special joint meeting held pursuant to waiver of notice of such meeting signed by all directors and stockholders of said corporation at the offices of the corporation located at Largo, Florida, on August 17, 1999, the said stockholders and directors unanimously adopted and passed a resolution to amend Paragraph 1 of the Articles of Incorporation by deleting said Paragraph 1 and substituting therefor the following new Paragraph 1 to change the name and principal office and mailing address of the corporation:

Paragraph 1 shall hereafter read as follows:

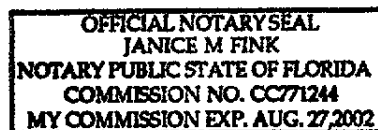
1. Name and Address: The name of this corporation is: U.F., INC., and the principal office and mailing address is 8141 124th Terrace North, Largo, FL 33773.

Dated at LARGO, Florida, this 23 day of AUGUST, 1999.

ULTIMATE FANTASY OF PINELLAS,
INC.

By:

Steven D. Smith
Steven D. Smith, President
and Secretary



Janice M. Fink

STATE OF FLORIDA

COUNTY OF PINELLAS

I HEREBY CERTIFY that on this 23 day of AUGUST, 1999, personally appeared STEVEN D. SMITH, President and Secretary, of ULTIMATE FANTASY OF PINELLAS, INC., to me personally known to be the person described in, or who produced a Florida Driver's License as identification, and he acknowledged the execution thereof to be his free act and deed, for the uses and purposes therein mentioned; and the said instrument is the act and deed of said corporation.

WITNESS my signature and official seal at LARGO, said County and State, the day and year aforesaid.

Janice M. Fink
Notary Public

My Commission Expires:

