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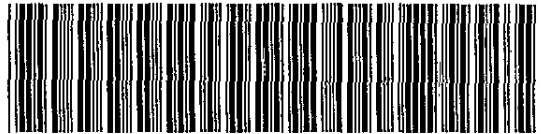
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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November 19, 2004

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

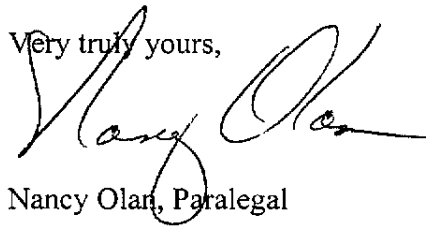
Re: Leisure Bay, Inc.

Dear Sir or Madam:

Enclosed are the original and one copy of **Articles of Amendment to Articles of Incorporation** for the above corporation, changing its name to "Rec Warehouse, Inc.". Also enclosed is our **check** for \$43.75 to cover the \$35.00 filing fee and the \$8.75 fee for a certified copy.

Once the Articles of Amendment have been filed, please return the certified copy to me at the above address. Thank you for your assistance.

Very truly yours,



Nancy Olan, Paralegal

/no  
Enclosures

cc: Ms. Patricia Budowick, Legal and Administration Manager  
Michael E. Batts, C.P.A.  
(both w/out enclosures)

**ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION OF  
LEISURE BAY, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned Florida corporation hereby adopts these Articles of Amendment to its Articles of Incorporation.

The sole Shareholder and sole Director of the corporation approved and adopted a resolution amending Article I of the corporation's Articles of Incorporation by a Joint Consent to Action by the Sole Shareholder and Board of Directors dated November 10, 2004. The following is a true and correct copy of that resolution:

FURTHER RESOLVED, that Article I of the Articles of Incorporation of the Company shall be amended in its entirety to read as follows:

**ARTICLE I - NAME OF CORPORATION**

The name of this corporation is **Rec Warehouse, Inc.**

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TALLAHASSEE, FLORIDA

The effective date of these Articles of Amendment shall be the date these Articles of Amendment are filed with the Secretary of State of the State of Florida.

DATED this 10<sup>th</sup> day of November, 2004.

LEISURE BAY, INC.

By: \_\_\_\_\_

David R. Doeblner, President

(CORPORATE SEAL)