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DONALD D. BROWN
CHARLIE'S PRODUCTS, INC.

2573 SE Perugia
Port St. Lucie, FL 34952
Telephone: (772) 398-8427

April 15, 2002

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

RE: Amended Articles of Incorporation
CHARLIE'S PET PRODUCTS, INC.

Dear Sir or Madam:

Enclosed please find an original and one copy of Amended Articles of Incorporation of CHARLIE'S PET PRODUCTS, INC., and a check in the amount of \$43.75 (\$35.00-filing fee, and \$8.75-certified copy). Upon filing, please return a certified copy of the Amended Articles of Incorporation.

From: Donald D. Brown
2573 SE Perugia
Port St. Lucie, FL 34952

Thank you in advance for your attention to this matter.

Sincerely yours,



Donald D. Brown

FILED
02 APR 17 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SMP/rlb
Enclosures

PS 4/22/02
NC

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CHARLIE'S PET PRODUCTS, INC.

FILED
02 APR 17 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is Charlie's Pet Products, Inc. (the "Corporation").
2. Article I of the Articles of Incorporation of the Corporation is amended to read as follows:

ARTICLE I - NAME

The name of the corporation shall be Charlie's Products, Inc.

3. This Amendment was recommended by the board of directors to the Corporation's shareholders on April 8, 2002, and unanimously approved by such shareholders on such date.

IN WITNESS WHEREOF, Charlie's Pet Products, Inc., has caused these Articles of Amendment to be executed on this 15 day of April, 2002.

CHARLIE'S PRODUCTS, INC., f/k/a
CHARLIE'S PET PRODUCTS, INC.

By: 
Donald D. Brown, President