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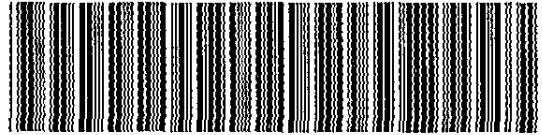
(Business Entity Name)

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*Name Change & Amend*

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# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Bacard Inc.

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

Art of Inc. File  
LTD Partnership File  
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Fictitious Name File  
Trade/Service Mark  
Merger File  
✓ Art. of Amend. File  
RA Resignation  
Dissolution / Withdrawal  
Annual Report / Reinstatement  
✓ Cert. Copy  
Photo Copy  
Certificate of Good Standing  
Certificate of Status  
Certificate of Fictitious Name  
Corp Record Search  
Officer Search  
Fictitious Search  
Fictitious Owner Search  
Vehicle Search  
Driving Record  
UCC 1 or 3 File  
UCC 11 Search  
UCC 11 Retrieval  
Courier

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
BACARD, INC.

FILED  
03 NOV 12 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1001, Florida Statutes, the Articles of Incorporation of the above-named Corporation are amended as follows:

1. Article I of the Articles of Incorporation is hereby deleted in its entirety and replaced with the following:

"Article I. Name. The name of the Corporation is: "Orlando Sun & Skin Care, Inc."

2. Article III of the Articles of Incorporation is hereby deleted in its entirety and replaced with the following:

"Article III. Capital Stock. Two (2) classes of Common Stock are authorized.

- a. Class A. The aggregate number of Class A. Common Voting shares which the Corporation shall have authority to issue is Five Million (5,000,000) shares of Common Stock at a par value of One Cent (\$0.01) per share."
  - b. Class B. The aggregate number of Class B Common Non-Voting shares which the Corporation shall have authority to issue is five hundred thousand (500,000) shares at a par value of One Cent (\$0.01) per share.
3. Pursuant to Section 607.1003, Florida Statutes, the foregoing amendments were recommended to the Shareholders by the Board of Directors and the number of votes cast for the amendment by the shareholders was sufficient for approval, and the amendment was adopted on 11/7/03.

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, I hereby set my hand and seal this 7 day of November, 2003.

  
\_\_\_\_\_  
Michael A. Schiffhauer, President