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P95000017552
April 17, 2002

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*****43.75 *****43.75

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

Re: Beautiful Baskets, Etc., Inc. Name Change to
BBE of Clearwater, Inc.

Gentlemen:

Enclosed please find the Articles of Amendment to Articles of Incorporation of Beautiful Baskets, Etc., Inc. changing its name to BBE of Clearwater, Inc. The address is also changed to 832 Eldorado Avenue, Clearwater, FL 33767.

Please file the Amendment in the State Records as soon as possible and forward a certified copy of same as noted. Our check in the amount of \$43.75 is enclosed to cover the filing fee and the cost of a certified copy. Should you have any questions please feel free to contact me.

Very truly yours,

Catherine Tripi
Catherine Tripi

Catherine Tripi
Enclosures
AUTHORIZATION BY PHONE TO
CORRECT ADDRESS & FEE
04-18-02
DC

*Name Change
&
Amendment
04/18/02
DC*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 APR 15 PM 1:24

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Beautiful Baskets, Etc., Inc.

(present name)

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(Document Number of Corporation (If known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

The Articles of Incorporation are amended for the purpose of changing the name of the For Profit Corporation known as Beautiful Baskets, Etc., Inc. to BBE of Clearwater, Inc.

Change of corporate address to:

832 Eldorado Avenue
Clearwater, FL 33767

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 4-12-02

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 12 day of April, 2002.

Signature ✓ Carol M. Mears
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Carol M. Mears

(Typed or printed name)

Incorporator

(Title)