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July 31, 2002

Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-08/05/02--01031--006  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: Britewater Swimming Pool Management, Inc. to  
Britewater Holdings, Inc.

Dear Sir/Madam:

Please find enclosed original Articles of Amendment and my check for \$35.00 to cover the cost of filing same.

Thank you.

Sincerely,

*Karen Maiden*  
Karen Maiden, Secretary to  
PAUL A. MORAN

/km  
Enclosure

**FILED**  
02 AUG -5 PM 12:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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n/cfg  
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ARTICLES OF AMENDMENT  
OF  
BRITEWATER SWIMMING POOL MANAGEMENT, INC.

NAME

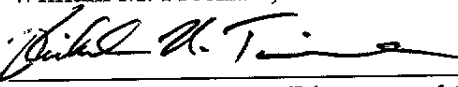
The name of the Corporation is BRITEWATER SWIMMING POOL MANAGEMENT, INC.

AMENDMENT

The Directors of the Corporation have on this date resolved to change the name and address of the Corporation as follows: BRITEWATER HOLDINGS, INC., 2111 S. Brink Ave., Sarasota, FL, 34239.


IN WITNESS WHEREOF, the Directors and all shareholders of the Corporation have subscribed their names the 31<sup>st</sup> day of July, 2002.

  
\_\_\_\_\_  
William M. Freeman, Director and Shareholder

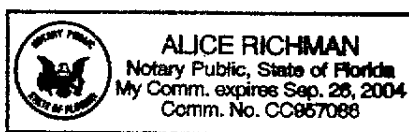
  
\_\_\_\_\_  
Richard N. Tarricone, Director and Shareholder

STATE OF FLORIDA  
COUNTY OF SARASOTA

SWORN TO and subscribed before me this 31<sup>st</sup> day of July, 2002, by William M. Freeman and Richard N. Tarricone, who are personally known to me or who have produced drivers license as identification.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:



**FILED**  
02 AUG -5 PM 12:58  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE