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AND ARY OF STATE

Name Cho.

November 20, 2003

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Fl. 32314

Re: Articles of Amendment to Articles of Incorporation (From A & W Sandblasting Corp. to A & W Pools Corp.)

A & W Pools, Corp. 4648 S.W. 74 Ave. Miami, Florida 33155 (305) 444-0544

Included in the check is: \$35.00 for Filing fee

\$ 8.75 for Certificate of Status \$ 8.75 for Certified copy

Sincerely,

Guillermo Esquivel

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SECRETARY OF STATE
FALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

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)

Replace A. +W. Sandblasting Corp. with New Name of A. + W. Pools Corp.

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: NOV. 20, 2003 | | |
|---|---|--|
| 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 | |
| | 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 20 day of November, 2003. | |
| : | Signature: (By a director, provident of other officer of directors or officers have not been selected, by an incorporator of in the hands of a receiver, trustee or other court appointed fiduciary, by that fiduciary.) | |
| | Gullerno Esquivel Jr. (Typed of printed name of person signing) | |
| | President (Title of person signing) | |

FILING FEE: \$35