

P96000019396

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†ALSO ADMITTED IN ALABAMA & GEORGIA

October 24, 2000

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

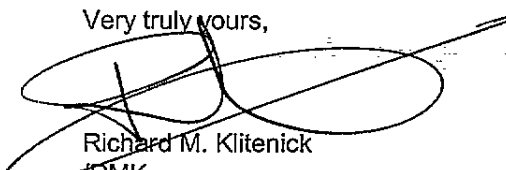
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RE: HIDEAWAY THRIFT, INC.
Document Number: P96000019396

Dear Sirs:

Enclosed please find a copy of the Directors' and Shareholders' Resolution whereby the name of the corporation changed to "HIDEAWAY RAGS TO RICHES, INC." and a check in the amount of \$35.00 for the corresponding filing fees.

Very truly yours,


Richard M. Klitenick
/RMK

Enclosures as stated

Cc: client
Michael L. Browning

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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n/c

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

HIDEAWAY THRIFT, INC.

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: The following Amendment was adopted:

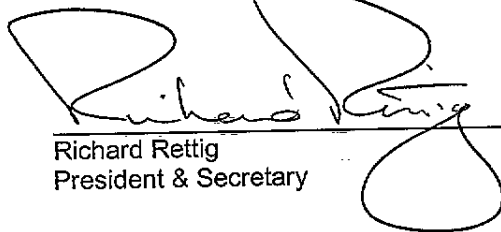
ARTICLE I: NAME

The name of the corporation is **HIDEAWAY RAGS TO RICHES, INC.**

SECOND: The date of the Amendment's adoption is October 25, 2000.

THIRD: The amendment was unanimously approved by all the Shareholders and Directors.

Signed this 25 day of October, 2000.


Richard Rettig
President & Secretary

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TALLAHASSEE, FLORIDA