

P96000059634

JOHNSON AND JOHNSON, P.A.

ATTORNEYS AND COUNSELORS AT LAW
8810 GOODBY'S EXECUTIVE DRIVE • SUITE A
JACKSONVILLE, FLORIDA 32217

KEITH H. JOHNSON
BOARD CERTIFIED TAX ATTORNEY
CERTIFIED PUBLIC ACCOUNTANT

(904) 737-5930
FAX (904) 737-5966

R. DENISE JOHNSON

MICHAEL P. WILLIAMS
LL.M. - TAXATION

MICHAEL H. ASHY
M.B. - INTERNATIONAL BUSINESS

August 5, 1998

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

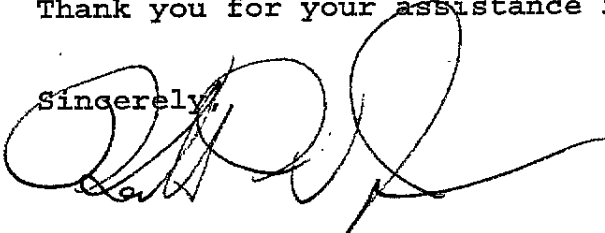
Re: Just For Lovers, Inc.

Dear Sir/Madam:

Enclosed are the original and one copy of the Articles of Amendment to Articles of Incorporation of Just For Lovers, Inc. for the above-referenced Florida corporation. Also enclosed is a check in the amount of \$35.00, representing the fee for filing the amendment.

Thank you for your assistance in this matter.

Sincerely,



Keith H. Johnson

Enclosures
As stated

c: William M. Traer, III

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-08/10/98--01078--011
*****35.00 *****35.00

FILED
98 AUG 19 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Name change
LTS 8-20-98*

789,2544,2575,671



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 14, 1998

Keith H. Johnson, Esquire
8810 Goodby's Executive Dr., Suite "A"
Jacksonville, FL 32217

SUBJECT: JUST FOR LOVERS, INC.
Ref. Number: P96000059634

We have received your document for JUST FOR LOVERS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The name of the person signing the document must be typed or printed beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 898A00042241

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ATTORNEYS AND COUNSELORS AT LAW
8810 GOODBY'S EXECUTIVE DRIVE • SUITE A
JACKSONVILLE, FLORIDA 32217

KEITH H. JOHNSON
BOARD CERTIFIED TAX ATTORNEY
CERTIFIED PUBLIC ACCOUNTANT

(904) 737-5930
FAX (904) 737-5966

R. DENISE JOHNSON

August 18, 1998

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

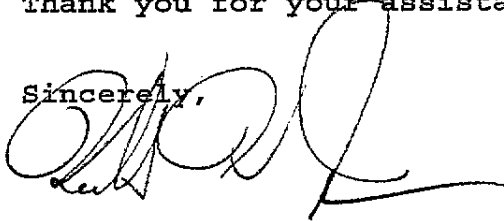
Re: Just For Lovers, Inc.

Dear Sir/Madam:

Enclosed are the original and one copy of the revised Articles of Amendment to Articles of Incorporation of Just For Lovers, Inc. Also enclosed is a copy of a letter from the Florida Department of State requesting an alternative name.

Thank you for your assistance in this matter.

Sincerely,



Keith H. Johnson

Enclosures
As stated

c: William M. Traer, III

RECEIVED
98 AUG 19 PM 12:32
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
JUST FOR LOVERS, INC.

FILED
98 AUG 19 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is Just For Lovers, Inc. (the "Corporation").

2. Article I of the Articles of Incorporation of the Corporation is amended to read as follows:

ARTICLE I
Name

The name of the corporation is JFL of Jacksonville, Inc. (the "Corporation").

3. This Amendment was recommended by the Board of Directors to the Corporation's shareholders on August 5, 1998.

4. This Amendment was approved by the holders of a majority of the Corporation's common stock, which is the only group of the Corporation's shareholders entitled to vote on the Amendment, and the number of votes in favor of the Amendment was sufficient for approval.

IN WITNESS WHEREOF, JFL of Jacksonville, Inc. has caused these Articles of Amendment to be executed on this 5th day of August, 1998.

JFL of Jacksonville, INC.



By: Sarah Oliver, Its President