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P960000069124

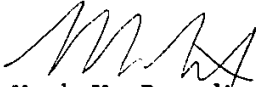
December 20, 1996

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

Gentlemen:

Enclosed are two copies of executed Amended Articles of Incorporation for **Filter Candles, Inc.** and a check for filing fees in the amount of \$122.50. Please file the amended articles as soon as possible and return one certified copy to my attention.

Sincerely,



Mark W. Brandt
cm

Enclosures

cc: Arie Blok

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JAN 13 AM 10:08

FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 7, 1997

Mark W. Brandt
Frazer, Hubbard, Brandt & Trask
P.O. Box 1178
Dunedin, FL 34698

SUBJECT: FILTER CANDLES, INC.
Ref. Number: P96000069124

We have received your document for FILTER CANDLES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please print the officer title under the signature.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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 (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 797A00000734

AMENDMENT TO ARTICLES OF INCORPORATION
OF
FILTER CANDLES, INC.

The Articles of Incorporation of FILTER CANDLES, INC. shall be changed effective December 16, 1996 to read as follows:

1. ARTICLE I - NAME, as set forth in the Articles of Incorporation, shall be revised and substituted therefor shall be the following:

ARTICLE I - NAME

The name of this corporation shall be: B.P.L., Inc. and its street address is 1367 Highland Avenue, Dunedin, Florida 34698.

2. The foregoing Amendment was approved and adopted by the sole stockholder of Filter Candles, Inc. at a meeting of the stockholders on the 16th of December, 1996.

IN WITNESS WHEREOF, the undersigned shareholder has executed this Amendment to Articles of Incorporation this 19th day of December, 1996.

FILTER CANDLES, INC.

By: [Signature]
Arie Blok
President

97 JAN 13 AM 10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

STATE OF FLORIDA
COUNTY OF PINELLAS

19 The foregoing instrument was acknowledged before me this day of December, 1996, by ARIE BLOK, who (x) is personally known to me or who has produced () a driver's license or as identification.

[Signature]
Notary Public

My Commission Expires:

OFFICIAL NOTARY SEAL
CHRISTINE J MCENTEE
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC453624
MY COMMISSION EXP. APR. 18, 1999