

SIMMONS, HART & SHEEHE

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

ATTORNEYS AT LAW

125 N.E. FIRST AVENUE, SUITE 1

OCALA, FLORIDA 34470

(352) 732-8121

FAX (352) 368-2183

MAILING ADDRESS

POST OFFICE BOX 3310

OCALA, FLORIDA 34478-3310

MIAMI OFFICE

ONE BISCAYNE TOWER • SUITE 1684

2 SOUTH BISCAYNE BOULEVARD

MIAMI, FLORIDA 33131

(305) 379-3515

FAX (305) 379-5404

BRYCE W. ACKERMAN*
DANIEL A. AMAT
JOHN B. FULLER*
STEVEN H. GRAY
TIM HAINES
KARL V. HART
PHILLIP J. SHEEHE
YOUNG J. SIMMONS
MARTY SMITH
LOUIS V. VENDITTELLI**

DEBRA M. LEDER
JEFFREY P. SKATES

*BOARD CERTIFIED IN CIVIL TRIAL LAW
**BOARD CERTIFIED IN TAX LAW

August 21, 1997


Florida Department of State
Division of Corporations
Attn: Amendment Filing Section
Post Office Box 6327
Tallahassee, Florida 32314

6000022764-5
-08/25/97-01127-018
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed for filing is Articles of Amendment to Articles of Incorporation of BTS Acquisition Corporation changing its name to Brasington's Trail Shop, Inc., a Florida corporation. Our check in the amount of \$35.00 is enclosed to cover your fee.

Sincerely,



Bryce W. Ackerman
For the Firm

BWA/gmt
Encls.

VS OCT 30 1997

N/c



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 4, 1997

BRYCE W. ACKERMAN
POST OFFICE BOX 3310
OCALA, FL 34478-3310

SUBJECT: BTS ACQUISITION CORP.
Ref. Number: P96000097438

We have received your document for BTS ACQUISITION CORP. 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 a voluntarily dissolved corporation or limited liability company. The name of a voluntarily dissolved Florida corporation or limited liability company is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit, stating they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

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) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 097A00044252

RECEIVED 1997 - 8 1997

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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October 28, 1997

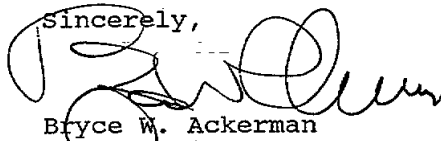
Florida Department of State
Division of Corporations
Attn: Velma Shepard
Corporate Specialist
Post Office Box 6327
Tallahassee, Florida 32314

SUBJECT: BTS ACQUISITION CORP.
Ref. Number: P96000097438

Dear Ms. Shepard:

Pursuant to your letter dated September 4, 1997, I am returning herewith Articles of Amendment to Articles of Incorporation of BTS Acquisition Corp.

Sincerely,



Bryce W. Ackerman
For the Firm


BWA/gmt
Encl.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BTS ACQUISITION CORP.

FILED
97 OCT 30 AM 11:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to Chapter 607, *Florida Business Corporation Act*, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is BTS ACQUISITION CORP..
2. The following amendment to the Articles of Incorporation was adopted by the Board of Directors of the Corporation on August 21, 1997, in the manner prescribed by the *Florida Business Corporation Act*:
 - **Article I.** The name of the Corporation shall be BRASINGTON'S TRAIL SHOP, INC. and the address of its principal office and its mailing address is 2331 NW 13th Street, Gainesville, Florida 32609.
3. The above amendment was adopted by the Board of Directors without shareholder action, and shareholder action is not required.


BRYCE W. ACKERMAN, DIRECTOR

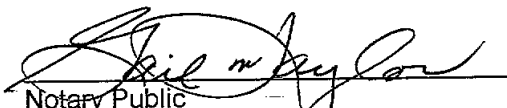
STATE OF FLORIDA
COUNTY OF MARION

BEFORE ME, the undersigned authority, personally appeared BRYCE W. ACKERMAN, who is known to me to be the person described and who subscribed the above Articles of Amendment to the Articles of Incorporation of BTS Acquisition Corporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the use and purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I hereto set my hand and official seal at Ocala, in said County and State this 21st day of August, 1997.



GAIL M TAYLOR
My Commission CC537110
Expires Mar. 04, 2000


Notary Public
My Commission Expires: MAR 4, 2000
My Commission Number: CC 537110