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September 8, 1998

Secretary of State
Division of Corporations
P.O. Box 6325
Tallahassee, Florida 32314

Re: Hewitt Avalon Properties, Inc.

Gentlemen:

Enclosed herewith please find the following documents in connection with a change of corporate name from Hewitt Avalon Properties, Inc. , to HAP, Inc.:

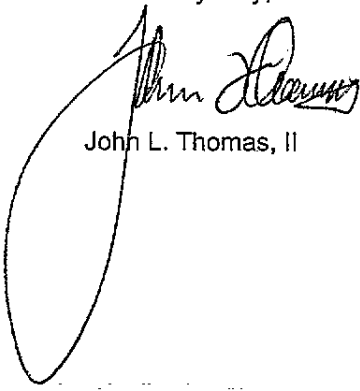
1. Our check in the amount of \$87.50, for filing Articles of Amendment and for certified copy thereof.
2. Original executed and notarized copies of Articles of Amendment to Articles of Incorporation of Hewitt Avalon Properties, Inc.

Please forward the certified copies of the Articles of Amendment to my attention when they have been issued.

Thank you for your attention to this matter.

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*****87.50 *****87.50

Yours very truly,


John L. Thomas, II

JLT/vtz
enclosure

FILED
98 SEP 11 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Change
NFT 9-18-98

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
HEWITT AVALON PROPERTIES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. ARTICLE I of the Articles of Incorporation of HEWITT AVALON PROPERTIES, INC., is amended to read as follows:

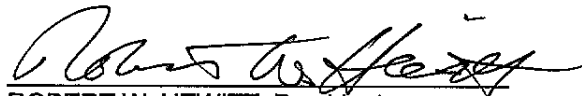
ARTICLE I

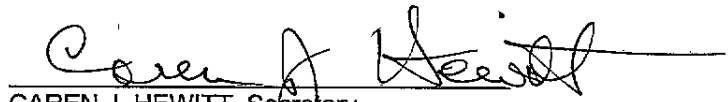
NAME

The name of the Corporation is: HAP, INC.

2. The foregoing amendment was adopted by the shareholders of this corporation on the 24th day of August, 1998.

IN WITNESS WHEREOF the undersigned President and Secretary of this corporation have executed these Articles of Amendment on the 24th day of August, 1998.

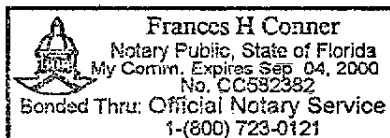

ROBERT W. HEWITT, President

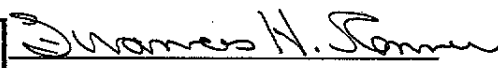

CAREN J. HEWITT, Secretary

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, ROBERT W. HEWITT and CAREN J. HEWITT, respectively as President and Secretary of Hewitt Avalon Properties, Inc., who are personally known to me (or who has produced a current, valid Florida Driver's License or, if none, the following identification: _____), and who executed the foregoing instrument, and they acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal in the state and county last aforesaid this 31st day of August, 1998.




Notary Public
My Commission Expires: