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MINTMIRE & ASSOCIATES
ATTORNEYS AT LAW

February 24, 1998

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

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-02/27/98--01075--008
*****87.50 *****87.50

Re: Arthur Bonnet U.S.A., Inc.

Dear Sir or Madam:

Enclosed for filing you will find the Articles of Amendment to the Articles of Incorporation of Arthur Bonnet U.S.A., Inc., changing the name to Arthur Bonnet Naples, Inc. Also enclosed is our check in the amount of \$87.50 which represents the following:

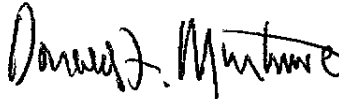
\$35.00	Filing Fee
\$52.50	Certified Copy Fee

Please mail notification that this document has been filed with the State to:

MINTMIRE & ASSOCIATES
265 Sunrise Avenue - Suite 204
Palm Beach, Florida 33480

If you have any questions, or require additional information, please call me at (561) 832-5696.

Very truly yours,



Donald F. Mintmire

DFM/lrc
Enclosures

FILED
98 FEB 27 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Change
LFS 3-2-98

FILED

ARTICLES OF AMENDMENT 98 FEB 27 PM 2:08

TO
ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

Arthur Bonnet U.S.A., Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

The articles of incorporation shall be amended as follows:

ARTICLE I. NAME

The name of the corporation shall be changed to Arthur Bonnet Naples, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

n/a

THIRD: The date of each amendment's adoption: February 23, 1998

FOURTH: Adoption of Amendment(s) (check one)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups.

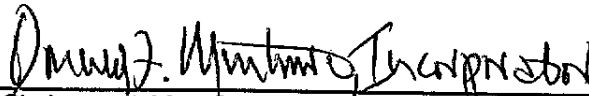
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 23rd day of February, 19 98

Signature



(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Donald F. Mintmire

Typed or printed name

Incorporator

Title