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ROBERT S. McDANIEL, JR.
CHARLES H. BALL

July 30, 1997

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

Re: Topside Detailing, Inc.

Dear Sir:

Enclosed please find an original and one copy of Amendment to the Articles of Incorporation for filing together with our check in the amount of \$35.00 filing fee.

Please return a certified copy of the Amendment to this office.

Thank you for your assistance in this matter.

Very truly yours,

McDANIEL & BALL, P.A.


CHARLES H. BALL

CHB/fh
Encls.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
STEM TO STERN, INC.

I, the undersigned, being the President and Secretary of
Stem To Stern, Inc., hereby amend the Articles of Incorporation
filed by the said corporation as hereafter set out:

Article I is hereby amended to read as follows:

ARTICLE I. NAME

The name of the corporation shall be TOPSIDE DETAILING, INC.

Article VI is hereby amended to read as follows:

ARTICLE VI.

DIRECTORS

There shall be one director of the corporation. The name and
address of the director is as follows:

Nancy J. Blank

2503 Briar Oak Circle
Sarasota, FL 34232

This amendment to the Articles of Incorporation was adopted by
all of the shareholders and director on July 30, 1997.

IN WITNESS WHEREOF, I, the undersigned, have set my hand and
seal this 30 day of July, 1997, for the purpose of changing the
name of the corporation and the number of directors of this
corporation as provided by the laws of the State of Florida.

Nancy J. Blank
President

Nancy J. Blank
Secretary

Sworn to and subscribed before me this 30th day of
July, 1997.

Katherine Messerli
Notary Public

My Commission Expires: 1

NOTARY PUBLIC - STATE OF FLORIDA
KATHERINE MESSERLI
COMMISSION # CC002133
EXPIRES 7/01/2001
BONDED THRU ASA 1-888-NOTARY1