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March 13, 2000

Secretary of State The Capital PL 2 Tallahassee, FL 32399-0250

Florida, New York (I) and Illinois (I)

Admitted to practice in

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RE:

REINSTATEMENT AND NAME CHANGE OF COMPLEAT, INC.

DOCUMENT # 97-000083134

Ladies and Gentlemen:

I am enclosing the Application for Reinstatement and Amendment to Articles (name change) for Compleat, Inc., an administratively dissolved corporation, Togother with closely

Please contact me at the above phone or address, if you have any questions about this (1,050) and

Enclosed is a Self Addressed Stamped Envelope for your convenience.

35.

JPF/thh

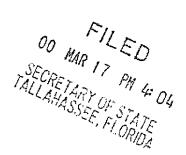
CORP/HYMEN/SCHWARTZ/LTR SEC STATE 3 13 00 APP REINST AMEND TO ARTIC

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P SEWIS

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF COMPLEAT, INC.



(present name)
Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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)

Article I is hereby amended to change the name of the Corporation, from COMPLEAT, INC., to

COMPLEAT OF CLAREMONT, 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: None

THIRD: The date of each amendment's adoption: March 10, 2000

FOURTH: A	doption of Amendment(s) (CHECK ONE)	
X	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 Signature X	this day of March, 2000	
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) Barry D. Martin, President	
	OR	
(By a director if adopted by the directors)		
	OR	
	(By an incorporator if adopted by the incorporators)	
	Typed or printed name	
	President	