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March 18, 1999

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Division of Corporations
Department of State
P.O. Box 5327
Tallahassee, Florida 32314
ATTN: Amendments Section

800002835958--8
-04/12/99-01083-011,
*****43.75 *****43.75

RE: Articles of Amendment for Underground Surf Shop, Inc.

Dear Sir:

You will find enclosed herewith Articles of Amendment for the Underground Surf Shop, Inc., for filing with your office. Our check in the amount of \$43.75 is enclosed to cover the fees associated with the filing and return of information to me. I would appreciate your returning the Secretary's Certificate and a time stamped copy of the Articles of Amendment in the addressed, stamped envelope provided for that purpose.

If you have any questions regarding this matter, please feel free to contact me. Your attention to this matter is most appreciated.

Very truly yours,

R. JOHN COLE, II, P.A.



R. John Cole, II

RJC/kl

N/C

VS APR 15 1999

FILED
APR 12 AM 8:12
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Articles of Amendment
of
UNDERGROUND SURF SHOP, INC.,
(F.S. 607.1001, 607.1003, 607.1004, 607.1006, 607.1009)

FILED
99 APR 12 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The following provisions of the Articles of Incorporation of UNDERGROUND SURF SHOP, INC., a Florida corporation, filed in Tallahassee on December 15, 1997, as amended from time to time, be and they hereby are amended in the following particulars:

Article I, be and it hereby is amended to read as follows: The name of the corporation shall be: "STRICTLY UNDERGROUND, INC."

2. The foregoing amendments were adopted by the Stockholders and Directors of the corporation on the 22nd day of March, 1999.

IN WITNESS THEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 29th day of March, 1999.

UNDERGROUND SURF SHOP, INC.

By Matthew J. Montoney
MATTHEW J. MONTONEY, President

J. Cheryl Montoney
J. CHERYL J. MONTONEY, Secretary

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, an officer authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared, MATTHEW J. MONTONEY and CHERYL J. MONTONEY, the President and the Secretary of UNDERGROUND SURF SHOP, INC., respectively, personally known to me or who have produced
N/A, as identification, and who did (did not) take an oath.

WITNESS my hand and official seal in the County and State aforesaid this the 29th day of March, 1999.

Suzell C Evans
Notary Public

My Commission Expires:

Suzell C Evans
Print Name

