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P98000040715

MEMORY TRANSMISSION REPORT

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BASIC AMENDMENT

KBA ENTERPRISES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 12, 2004

KBA ENTERPRISES, INC.
918 E LAS OLAS BLVD
FORT LAUDERDALE, FL 33301

SUBJECT: KBA ENTERPRISES, INC.
REF: P98000040715

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell
Document Specialist

FAX Aud. #: H04000202602
Letter Number: 904A00058830

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
KBA ENTERPRISES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 being amended to change the name of the corporation to **SPA Enterprises, Inc.**

Article V is being amended to change the registered agent as follows:

Bart A. Houston, Esq.
Adorno & Yoss, P.A.
350 E. Las Olas Blvd., Suite 1700
Fort Lauderdale, FL 33301

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:

September 17, 2004

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 1st day of October, 2004.

Signature E.A. Houston E. A. Houston Pres. Dir. shareholder
 (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)

 Typed of printed name

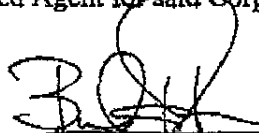
 Title

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS**

SPA Enterprises, Inc. a corporation existing under the laws of the State of Florida, with its principal office and mailing address 918 E. Las Olas Blvd., Fort Lauderdale, FL 33301, has named, Bart A. Houston, Esq. with his address at 350 E. Las Olas Blvd., Suite 1700, Fort Lauderdale, FL 33301, as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above-named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.



Bart A. Houston, Esq.