

*Julianne R. Frank*

A PROFESSIONAL ASSOCIATION

ATTORNEY AT LAW

July 6, 2001

P98000055119

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: AQUARIUS SYSTEMS, INC.

Dear Sir/Madam:

Enclosed are the original and two copies of the Articles of Amendment and Action in Lieu of Shareholders' Meeting for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$35.00 representing payment of the filing fee.

Please file the enclosed documents and return a copy to the undersigned.

Thank you for your attention to this matter.

Sincerely,

*Julianne R. Frank, Esq.*  
**SIGNED IN HER ABSENCE**  
**TO AVOID DELAY.**  
Julianne R. Frank  
JRF/mg  
Enclosures as stated

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-07/17/01--01076--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

cc: Michael Edwards  
C:\WPDOCS\Client Matters\Edwards\Correspondence\Cover letter .wpd

*N/c*

V. SHEPARD JUL 23 2001

11380 PROSPERITY FARMS ROAD SUITE 114 PALM BEACH GARDENS, FL 33410  
561-626-4700 FAX 561-627-9479

NATIONAL CERTIFICATION IN BUSINESS AND CONSUMER BANKRUPTCY LAW

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 JUL 17 PM 1:09

*Returned*

ARTICLES OF AMENDMENT

AQUARIUS SYSTEMS, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 JUL 17 PM 1:09

Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of the above-named Corporation are hereby amended as follows:

1. Article I is hereby amended to read as follows:

The name of this Corporation is EDWARDS HOLDING, INC. and the principal place of business and mailing address of this Corporation shall be 6251 North U.S. Highway One, Ft. Pierce, Florida 34946.

2. The foregoing amendment was adopted on April 4<sup>th</sup> 2001.
3. The following shareholder's were entitled to vote on the amendment, and the status of such vote was as follows:

<u>Shareholder</u>	<u>Number of Shares</u>	<u>Affirmative Votes</u>
Michael Edwards	100 (100%)	100 (100%)

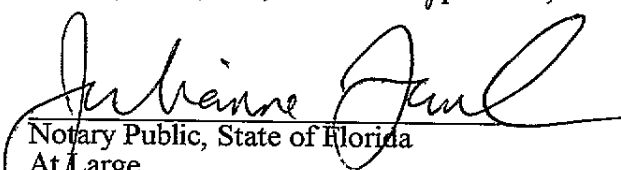
The number of votes cast for the amendment by each voting group was sufficient for approval by that voting group.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles of Amendment, this 4<sup>th</sup> day of April, 2001.

  
Michael Edwards, President

STATE OF FLORIDA )  
COUNTY OF PALM BEACH )

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of April 2001, by Michael Edwards, President, respectively, of Aquarius Systems, Inc., a Florida corporation, on behalf of the corporation.

  
Notary Public, State of Florida  
At Large  
My Commission Expires:



Julianne R. Frank  
MY COMMISSION # CC851804 EXPIRES  
June 24, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.