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*****70.00 *****35.00

January 20, 1999

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed please find Articles of Amendment for two corporations. The corporations have the same shareholders and the same Officers. The sole purpose of the Amendments is to swap the names of the profit corporation and the non-profit corporation. Home Based Business Owners Association, Inc., the present for profit corporation, is to become a non profit corporation.

If you have any questions re: the above matters, please do not hesitate to call

Sincerely,

Jeffrey B. Lev

ALITHERIZATION BY PHONE TO

OLD NAME-ADD

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

HOME BASED BUSINESS OWNERS ASSOCIATION, 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 #1: will be amended as follows:

The name of the corporation will be changed to HBOA, 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:

THIRD:	The date of each amendment's adoption: - January 15, 1999
FOURTE	: Adoption of Amendment(s) (CHECK ONE)
Þ	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
C	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 byvoting group
כ	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.
Signature	Signed this 15th day of January, 19 99 Leveld M. Halfuld, Ellentine Director (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	(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)
	Gerald M. Hatfield
Typed or printed name	
	Executive Director/Ohper