

P98000072810

Carl F. Zinn
P.O. Box 925
Osteen FL 32764
(407) 324 2764

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

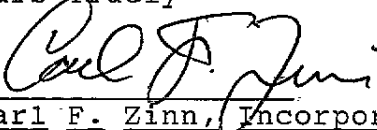
500002644475--7
-09/21/98--01065--008
*****43.75 *****43.75

16 September 1998

Dear Sirs,
Enclosed find articles of amendment to articles of incorporation
of Pool-Well (U.S.A.) Inc. The name of the corporation is changed to:
Well-Pool (U.S.A.) Inc.

Enclosed also find check in the amount of \$43.75 to cover the cost
of the filing fee and a certificate of status after the name change has
been affected.

Yours Truly


Carl F. Zinn, Incorporator

FILED
98 SEP 21 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N.C.
9-24-98
CC

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

POOL-WELL (U.S.A.), 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-NAME

The name of the corporation shall be: WELL-POOL(U.S.A.),INC.

FILED
98 SEP 21 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: 16 September 1998

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):*

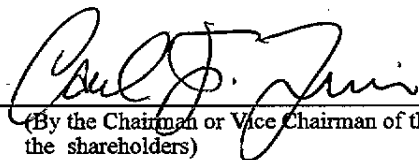
"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- ☐ 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 16 day of September, 19 98

Signature



(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)

Carl F. Zinn

Typed or printed name

Incorporator

Title