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Brian D. Hess
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P98000075265

January 8, 1999

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

Re: Articles of Amendment, Tropical Tans of Panama City Beach, Inc.

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Amendment for **Tropical Tans of Panama City Beach, Inc.**, changing the name to **The Crest Family of Businesses, Inc.** Enclosed also please find a check in the sum of \$35.00 for your fee. Please forward a copy of the Articles showing the filing information to me at the above post office box. If you need anything further to dissolve the corporation, please advise. Thank you for your assistance in this matter.

Sincerely,


Brian D. Hess

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BDH/pc/Enclosures

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Articles of Amendment

1. The following provision of the Articles of Amendment to the Articles of Incorporation of **Tropical Tans of Panama City Beach, Inc.**, a Florida corporation, filed in Tallahassee on August 26, 1998, be and they hereby are amended in the following particulars:

Article I be and it hereby is amended to read as follows:

Article I. Corporate Name and Corporate Address

The name of this corporation is **The Crest Family of Businesses, Inc.**, and the corporate address is 6126 Thomas Drive, Panama City Beach, Florida 32408.


2. The foregoing amendments were adopted by the Stockholders and Directors of the corporation on the 8th day of January, 1999.

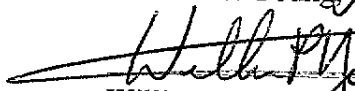
3. The number of votes cast for the Amendment by the shareholders was sufficient for approval.

In Witness Whereof, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 8th day of January, 1999.

Tropical Tans of Panama City Beach, Inc.

By:


William P. Young, President


William P. Young, Secretary

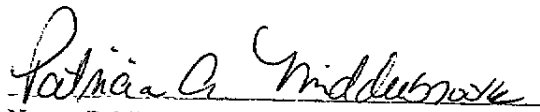
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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State of Florida
County of Bay

Before me, a Notary Public, personally appeared **William P. Young**, who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation on the 8 day of January, 1999, who was personally known to me; or who produced _____ as identification.



Patricia A. Middlebrooks
MY COMMISSION # CC663769 EXPIRES
August 30, 2001
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public
My Commission Expires: