

ADORNO & ZEDER
A PROFESSIONAL ASSOCIATION

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P99000030194

November 1, 1999

FACSIMILE
(305) 858-4777

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

200003033962--4
-11/03/99-01057--008
*****87.50 *****87.50

RE: Elasto Pool U.S.A., Corp.

Ladies and Gentlemen:

Enclosed herein is the original Article of Amendment to the Articles of Incorporation on behalf of the captioned company, changing its name to Elasto Pool Waterproofing U.S.A., Corp. Also enclosed is a check in the amount of \$87.50 to cover the requisite filing and certified copy fees. Please forward the certified copy of the Amendment to me in the enclosed prepaid, self-addressed, Federal Express envelope. If you have any questions please call me at (305) 860-7362.

Sincerely,

Margaret O'D. Ryder
Legal Assistant

[Handwritten signature of Margaret O'D. Ryder]

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MOR

cc: Cedrik Denain (w/enc)

MOR/C.LTRCOV/252360/14312.001

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OC 11-3-99
200
Cedrik

**ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
ELASTO POOL U.S.A., CORP.**

1. The name of this corporation is Elasto Pool U.S.A., Corp., a Florida corporation (the "Company"), whose principal office address is 521 Michigan Avenue, Miami Beach, Florida 33139

2. Article I, of the Articles of Incorporation of Elasto Pool U.S.A., Corp. is hereby deleted in its entirety and amended to read as follows:

"ARTICLE I - NAME AND BUSINESS ADDRESS

The name and business address of this corporation is Elastopool Waterproofing U.S.A., Corp., 521 Michigan Avenue, Miami Beach, Florida 33139."

3. The foregoing amendment was adopted by the sole Director and the sole Shareholder of the Company on November 1, 1999, by written consent of such sole Shareholder and sole Director entitled to vote.

4. 1,000 shares of the Company's 5,000 shares of common stock, par value \$1.00 per share, have been issued as of this date and as of the date of the adoption of the amendment.

IN WITNESS WHEREOF, the undersigned have duly executed these Articles of Amendment on this 1st day of November, 1999.

(Corporate Seal)

ELASTO POOL U.S.A., CORP.

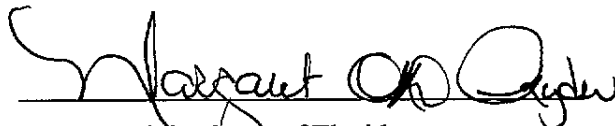
BY: 

Cedrik Denain, President and Secretary

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CLERK OF DISTRICT COURT
MIAMI BEACH, FLORIDA

STATE OF FLORIDA)
)
COUNTY OF MIAMI- DADE)

The foregoing instrument was acknowledged before me this 1st day of November, 1999 by Cedrik Denian, the President and Secretary of Elasto Pool U.S.A, Corp., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced FL D.L. # as identification. D 550 105 64 093 8



Notary Public, State of Florida

Margaret O'D. Ryder (Print Name)

My Commission Expires: _____ (SEAL)



Margaret O'D. Ryder
MY COMMISSION # CC555590 EXPIRES
September 16, 2000
BONDED THRU TRY RAIN INSURANCE, INC.

FILED
99 NOV -3 AM 10:43
CLERK OF THE COURT
ALLAHBADI, FLORIDA