

P99 0000 57735

(Requestor's Name)



711 Louisiana Street, Suite 2900
Houston, Texas 77002-2781
Allison Y. Bech

(City/State/Zip/Phone #)

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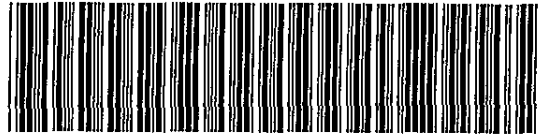
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FL 32301

Amend nc
T. Lewis 3/11/03



711 Louisiana Street, Suite 2900
Houston, Texas 77002-2781
Phone: 713.223.2900
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February 28, 2003

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

Re: Articles of Amendment to the Articles of Incorporation of
Buggy Bagg, Inc.

Dear Ladies and Gentlemen:

Pursuant to the Florida Business Corporation Act and to effect the filing of the Articles of Amendment to the Articles of Incorporation for Buggy Bagg, Inc., please find the following items enclosed:

- (1) The original executed copy of the Articles of Amendment to the Articles of Incorporation for Buggy Bagg, Inc. and a duplicate receipt copy; and
- (2) A check in the amount of \$35.00 for the filing fee.

Upon your receipt, please file-stamp the enclosed duplicate copy of the Articles of Amendment to the Articles of Incorporation and deliver it, along with the filing fee receipt, to the undersigned. Please do not hesitate to contact me at (713) 221-1308 if you should have any questions.

Very truly yours,

Bracewell & Patterson, L.L.P.

A handwritten signature in cursive script, reading 'Allison Y. Bech'.

Allison Y. Bech

AYB
Enclosure

Annex A

**FORM OF
ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
BUGGY BAG, INC.**

Pursuant to the provisions of the Florida Business Corporation Act (the "Act"), Buggy Bag, Inc. (the "Company") adopts the following Articles of Amendment to its Articles of Incorporation (this "Amendment"):

ARTICLE ONE

The name of the corporation is Buggy Bag, Inc.

ARTICLE TWO

The following amendment deletes "ARTICLE I NAME" of the Articles of Incorporation in its entirety and the full text as it is amended to read is as follows:

"ARTICLE I NAME

The name of this corporation is BuggyBagg, Inc."

ARTICLE THREE

The following amendment deletes "ARTICLE IX RESTRICTIONS ON TRANSFER OF STOCK" of the Articles of Incorporation in its entirety and the full text as it is amended to read is as follows:

"ARTICLE IX INITIAL SHAREHOLDERS

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

Shirley W. Rogers	500
Sharla Michele Rogers	500
Elizabeth O. Rogers	250
Michael C. Rogers	250

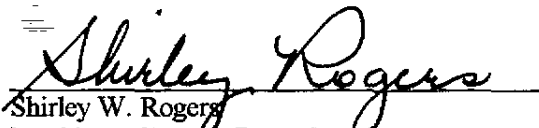
ARTICLE FOUR

The foregoing amendment was adopted on Feb. 23, 2003.

ARTICLE FIVE

The foregoing amendments were approved by the unanimous written consent of the shareholders of the Company in accordance with the provisions of the Act. The number of votes cast for the amendment by the shareholders was sufficient for approval.

Dated: Feb. 23, 2003


Shirley W. Rogers
President of Buggy Bagg, Inc.