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TO

Florida Secretary  
of State  
Div. of Corps

DATE

12-20-01

SUBJECT

TBay to  
Elite Clubs et al

Enclosed please find the  
Amendment to Articles of TBAY  
AUCTION, Inc. to "Elite Clubs of Clear-  
water, FL, Inc."

Please call me at above  
number & mail all to that office  
address. Thank you.

Ed Lechner

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

TBAY AUCTION, INC.

(present name)

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(Document Number of Corporation (If known))

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)

The Corporate name is  
changed from "TBAY AUCTION, INC."  
to: "Elite Clubs of Clearwater, FL, Inc."  
effective as of the date of  
this filing.

FILED  
01 DEC 26 PM 1:20  
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:

n/a

THIRD: The date of each amendment's adoption: 12-10-2001

FOURTH: Adoption of Amendment(s) (CHECK ONE)

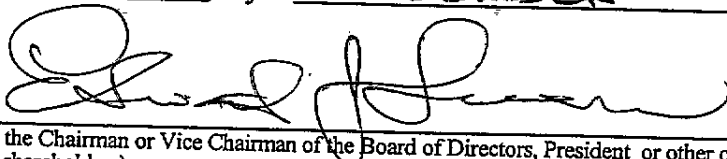
- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled 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 19th day of December, 2001

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)

Edward J. Lechner

Typed or printed name

Incorporator

Title

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA