

P99000076064

LINDA B. WHEELER
Attorney at Law
1213 White Street
Key West, Florida 33040
TELEPHONE (305) 294-0683
FACSIMILE (305) 296-2155

October 31, 2000

Department of State
Division of Corporations
ATT: Amendments
P.O. Box 6327
Tallahassee, FL 32314

400003453284--2
-11/06/00--01090--009
*****70.00 *****35.00

Re: Delicate Pool Care, Inc., 1103 Florida Street, Key West, FL 33040
John P. McKenzie, Registered Agent

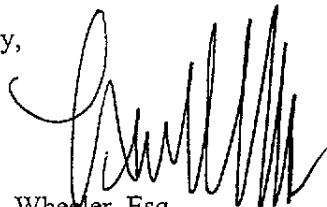
To Whom It May Concern:

Attached you will find our check in the amount of \$70.00 for filing the amendment and change of registered agent for the above-referenced corporation.

I am also attaching copies of the amendment and change of registered agent for return to us with a self-addressed, stamped envelope for your convenience.

Thank you for your prompt attention to this matter.

Sincerely,



Linda B. Wheeler, Esq.

LBW/jmc

Encs.

cc: John P. McKenzie

FILED
00 NOV -6 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended

NOV 14 2000

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

: OF

MCKENZIE & DUNAWAY, INC.

FILED
00 NOV -6 PM 4: 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: The following Amendments to the Articles of Incorporation for this Florida profit corporation were approved by the shareholders and the number of votes cast for the amendment was sufficient for approval:

I. AMENDMENT OF CORPORATE NAME:

The name of the corporation is hereby changed to **DELICATE POOL CARE, INC.**

II. AMENDMENT OF PRINCIPAL PLACE OF BUSINESS OF CORPORATION:

The principal place of business of this corporation shall be:

DELICATE POOL CARE, INC.
1103 Florida Street
Key West, Florida 33040

The mailing address shall be:

DELICATE POOL CARE, INC.
1103 Florida Street
Key West, Florida 33040

III. AMENDMENT OF STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT:

The Registered Agent for the corporation is changed to John P. McKenzie, a resident of the State of Florida, and the street address of the Registered Agent of the corporation and Registered Office of the

corporation is 1103 Florida Street, Key West, Florida 33040. A notarized *Statement of Change of Registered Office and Registered Agent or Both for the Corporation* of even date herewith is attached hereto and incorporated by reference.

IV. AMENDMENT OF REMOVAL OF DIRECTOR/OFFICER AND STATEMENT OF CHANGE OF DIRECTORS AND OFFICERS OF CORPORATION:

The following Director/Officer is removed:

Jeffrey R.M. Dunaway
1103 Florida Street
Key West, Florida 33040

The following persons shall serve as the Board of Directors until the next annual meeting of the stockholders of said corporation, at which time officers shall be elected by the Board of Directors at a meeting to be held immediately after the adjournment of the annual stockholders meeting:

John P. McKenzie
1103 Florida Street
Key West, Florida 33040

Melinda A. Janous
1103 Florida Street
Key West, Florida 33040

The names and addresses of the Board of Directors who are to conduct the business of the corporation and who shall hold office until successors are elected, is as follows:

President:
John P. McKenzie
1103 Florida Street
Key West, Florida 33040

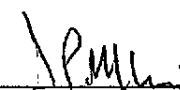
Vice President, Secretary and Treasurer:
Melinda A. Janous
1103 Florida Street
Key West, Florida 33040

SECOND: The date of each amendment's adoption as set forth herein is: October 25, 2000.

THIRD: Adoption of the amendment set forth herein were approved by the shareholders. The number of votes cast for the amendments was sufficient for approval.

Signed this 30th day of October, 2000.

Signature of President of Corporation:

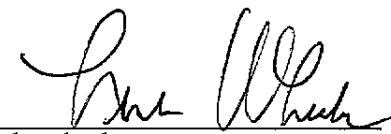


John P. McKenzie, President of McKenzie & Dunaway, Inc., (NOW KNOWN AS)
DELICATE POOL CARE, INC.

STATE OF FLORIDA)
COUNTY OF MONROE)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, John P. McKenzie, personally known to me or who provided personally known as identification to be the person described as President of McKenzie & Dunaway, Inc., now known as DELICATE POOL CARE, INC., and who executed the foregoing, and he acknowledged before me that he subscribed to these Articles of Amendment to the Articles of Incorporation for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 30th day of October, 2000.



Linda Wheeler
Notary Public, State of Florida

My Commission Expires: 4/20/2004

SEAL

