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VINCENT PHILIP NUCCIO

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June 5, 2000

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

RE: Talwood Enterprises, Inc.

100003280011
-06/07/00--01063--021
*****87.50 *****43.75

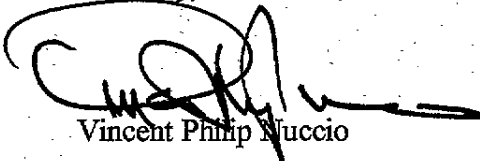
Dear Sir/Madam:

Enclosed you will find the original and one copy of the Certificate of Amendment of Articles of Incorporation for the above-named corporation in which the name of the corporation is being changed from Talwood Enterprises, Inc. to Talavera Enterprises, Inc., together with my check in the amount of \$87.50, covering the filing fee, and the cost of obtaining a certified copy of the Certificate of Amendment of Articles of Incorporation.

Please file the said Certificate of Amendment and provide me with a certified copy at your earliest convenience.

Thanking you, I remain,

Sincerely,



Vincent Philip Nuccio

Enclosures

FILED
00 JUN -7 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

aa 6/14
n/c

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION
OF
TALWOOD ENTERPRISES, INC.**

FILED
00 JUN -7 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TALWOOD ENTERPRISES, INC., a Florida corporation, under its corporate seal and hand of its President, Louis F. Talavera, hereby certifies that:

I

The Board of Directors of said corporation, at a meeting called and held on June 1, 2000, at 10:30 o'clock AM, adopted the following Resolution:

RESOLUTION

"BE IT RESOLVED by the Board of Directors of **TALWOOD ENTERPRISES, INC.**, a Florida corporation, that the said Board deems advisable and hereby declares it to be that **ARTICLE I** of the Articles of Incorporation be amended, changed and altered so that it reads as follows:

ARTICLE I

The name of this corporation shall be **TALAVERA ENTERPRISES, INC.**, and its principal address is 2710 St Louis , Tampa, Florida 33607."

II

The meeting of the stockholder of the corporation called by the Board of Director as aforesaid, was held on June 1, 2000 at 9:30 o'clock AM, and at said meeting of the stockholder, said amendment of the Certificate of Corporation was duly adopted by the unanimous vote of the stockholder.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be filed in its name

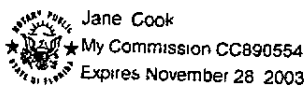
by its President and its corporate seal to be hereunto affixed, on this 1st day of June, 2000.

By *Louis F. Talavera*
Louis F. Talavera President

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

On this day before me, the undersigned officer duly authorized by the laws of the State of Florida to take acknowledgments, personally appeared, **LOUIS F. TALAVERA**, President of **TALWOOD ENTERPRISES, INC.**, a Florida corporation, and he acknowledged that he executed the above and foregoing Certificate of Amendment as such officer for and on behalf of said corporation after having been duly authorized to do so.

WITNESS my hand and official seal at Tampa, Hillsborough County, Florida, on this, the 1st day of June, 2000.



Jane Cook 6/1/00
Notary Public

My Commission Expires: 11/28/2003
My Commission Number, CC 890554