

# Pitkin & Ponds

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September 13, 1999

Division of Corporations  
Amendment Section  
P.O. Box 6327  
Tallahassee, Florida 32314

500002988645--9  
-09/16/99--01026--020  
\*\*\*\*\*70.00 \*\*\*\*\*35.00

**RE: Sweet Caroline's, Inc.**

Dear Secretary of State:

Enclosed please find an original and copy of the Articles of Amendment to Articles of Incorporation to be filed with your office, along with a check in the amount of \$70.00 made payable to the Secretary of State. Please return a file stamped copy to our office in the enclosed postage prepaid envelope.

Thank you for your assistance in this matter.

Sincerely yours,  
PITKIN & PONDS

Jerald R. Pitkin

JRP:alj  
Enclosures  
cc: POD, Inc.

FILED  
99 SEP 16 AM 11:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend & N/C

V. SHEPARD SEP 22 1999

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
SWEET CAROLINE'S, INC.

FILED  
99 SEP 16 AM 11:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, Sweet Caroline's, Inc. (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation:

**FIRST:** ARTICLE I is amended to state that the name of the corporation should be:

POD, Inc.

The principal place of business and mailing address of this corporation shall be:

481 Raven Way  
Naples, Florida 34110

**SECOND:** The foregoing Amendment to the Articles of Incorporation was approved by unanimous consent of the Shareholders and Directors, and adopted by the Shareholders and Directors entitled to vote, on the 10 day of September, 1999, in the manner prescribed by the Florida Corporation Act.

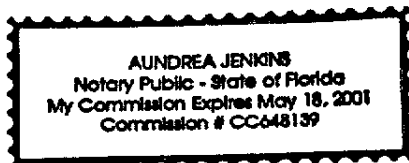
**THIRD:** This Amendment shall be effective immediately upon filing with the Department of State of Florida.


IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Articles of Amendment on this 10 day of September, 1999.

  
Carolyn A. Brunner, Director

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of September, 1999, by Carolyn A. Brunner, Director of Sweet Caroline's, Inc., a Florida corporation, on behalf of the corporation, who is ( ) personally known to me or who (✓) produced Florida Drivers as identification.  
license



  
Notary Public - State of Florida

Aundrea Jenkins

Printed Name of Notary

My Commission Expires: May 18, 2001