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From:

Account Name

: CAUTHEN AND FELDMAN, P.A.

Account Number : I19980000085

Phone

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BASIC AMENDMENT

FLORIDA NURSERYMEN AND GROWERS ASSOCIATION, INC.

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William H. Czuthen* H. John Feldman**

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Board Certified Tax Lawyer
 Board Certified Wills, Trusts
 & Estate Lawyer

MEMORANDUM VIA FAX

TO: Division of Corporations

DATE: June 1, 2004

Attention: Amendment Section

RE: Florida Nurserymen and Growers

FROM: Bill Cauthen, Eso

Association, Inc./Florida Nursery, Growers & Landscape Association, Inc.

The above two corporations are exchanging names. Attached are the following electronic filings:

- 1. First Article of Amendment of Florida Nurserymen and Growers Association, Inc. changing its name to Florida Nursery, Growers & Landscape Association, Inc. effective July 1, 2004; and
- 2. Second Articles of Amendment of Florida Nursery, Growers & Landscape Association, Inc. changing its name to Florida Nurserymen and Growers Association, Inc. effective July 1, 2004.

Please do not hesitate to contact me or our firm's paralegal, Betty Davis, should you have any questions.

WHC/bjd Enclosures

cc: Mr. Ben Bolusky (w/o encs.)
Vince Walsh, CPA (w/o encs.)

Ø1003/005

Audit H04000116925 3

FIRST ARTICLE OF AMENDMENT



OF

FLORIDA NURSERYMEN AND GROWERS ASSOCIATION, INC.

Article I of the Articles of Incorporation of FLORIDA NURSERYMEN AND GROWERS ASSOCIATION, INC. is hereby deleted in its entirety and the following inserted in its place:

ARTICLE L NAME

The name of the corporation shall be FLORIDA NURSERY, GROWERS & LANDSCAPE ASSOCIATION, INC.

The effective date of the First Article of Amendment shall be the 1" day of July, 2004.

The foregoing amendment was adopted by the members of this Corporation on the 25th day of March, 2004, and the number of votes cast for the amendment by the members was sufficient for approval.

IN WITNESS WHEREOF, the undersigned M.E. Wurster, as President, executed this First Article of Amendment this 14 day of May, 2004.

FLORIDA NURSERYMEN AND GROWERS ASSOCIATION, INC.

M.E. Wurster, President

FILED

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SECRETARY OF STATE
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