

G72465

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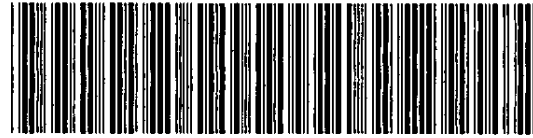
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Amend

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Roberts SEP 04 2008

Bodzin & Golub, P.C.

ATTORNEYS AT LAW

STEPHEN A. BODZIN
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1156 15TH STREET, N.W.
WASHINGTON, D.C. 20005

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August 28, 2008

Via FedEx

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: **Articles of Amendment to the Articles
Of Incorporation**

Dear Sir or Madam:

We are enclosing one executed original and one copy of
Articles of Amendment to the Articles Of Incorporation of ADRIAN
C. FLETCHER FARMS, INC., Document # G72465.

Also enclosed is a check in the amount of \$43.75 to cover
the filing fee and return of a certified copy.

If you have any questions, please telephone the undersigned
at (202) 785-8887. Please return all correspondence in this
matter to the undersigned at the address above.

Thank you for your assistance.

Sincerely yours,



Stephen A. Bodzin
Bodzin & Golub, PC
1156 15th Street, NW, Suite 329
Washington, DC 20005

SAB/gw
Enclosures

cc: Mrs. Patricia Fletcher Vice
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ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Name of Corporation: ADRIAN C. FLETCHER FARMS, INC.

2. A. Text of Amendment: Article IV of the Articles of Incorporation is amended to read as follows:

"ARTICLE IV

"CAPITAL STOCK

"The authorized capital stock of the Corporation shall consist of five hundred (500) shares of Common Stock with a par value of One Dollar (\$1.00) per share. The owners of shares of the outstanding Common Stock of the Corporation shall be entitled to cast one vote per share for each share held by each owner of shares of the Common Stock of the Corporation. The owners of shares of the Common Stock shall be entitled to receive dividends, as and when declared by the Board of Directors, payable in cash, property or any other medium, out of the funds of the Corporation legally available therefor. In the event of the liquidation, dissolution or winding up of the Corporation, whether or not under the supervision of any court or government agency, the remaining assets of the Corporation, after payment or provision for the liabilities of the Corporation, available for distribution to its Stockholders shall be distributed ratably among the owners of shares of the Common Stock."

- B. Article IX of the Articles of Incorporation is hereby deleted in its entirety.
3. Provisions for Implementing Amendment: The Stockholders and Directors of the Corporation have

adopted a Plan of Recapitalization to implement the Amendment.

4. Date of Adoption of Amendment: August 18, 2008
5. Shareholder Adoption of Amendment: The Amendment was adopted by a Unanimous Written Consent of the Directors and Stockholders in In Lieu of a Joint Special Meeting dated August 18, 2008.

IN WITNESS WHEREOF, Patricia F. Vice, President, and Janet F. Bridges, Secretary, of Adrian C. Fletcher Farms, Inc., acting for and on behalf of said Corporation, have hereunto subscribed their names to be hereunto affixed to these Articles of Amendment this 18th day of August, 2008.

ADRIAN C. FLETCHER FARMS, INC.

By: Patricia F. Vice
Patricia F. Vice, President

By: Janet F. Bridges
Janet F. Bridges, Secretary