

J84071

STEEL HECTOR & DAVIS LLP

Requestor's Name

215 S. MONROE ST. SUITE 601

Address

TALLAHASSEE 32301 222-2300

City/State/Zip Phone #

CONTACT: ELIZABETH

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. HERBONICS, INC. J84071
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #)
- 3. _____
(Corporation Name) (Document #)
- 4. _____
(Corporation Name) (Document #)

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TALLAHASSEE, FLORIDA

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NEW FILINGS	
<input type="checkbox"/> Profit	
<input type="checkbox"/> NonProfit	
<input type="checkbox"/> Limited Liability	
<input type="checkbox"/> Domestication	
<input type="checkbox"/> Other	

AMENDMENTS	
<input checked="" type="checkbox"/> Amendment	
<input type="checkbox"/> Resignation of R.A., Officer/ Director	
<input type="checkbox"/> Change of Registered Agent	
<input type="checkbox"/> Dissolution/Withdrawal	
<input type="checkbox"/> Merger	

OTHER FILINGS	
<input type="checkbox"/> Annual Report	
<input type="checkbox"/> Fictitious Name	
<input type="checkbox"/> Name Reservation	

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/> Foreign	
<input type="checkbox"/> Limited Partnership	
<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Trademark	
<input type="checkbox"/> Other	

Elizabeth authorized to add name under signature.

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DEPT. TREASURY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Amend 9-8-98

Examiner's Initials LET

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
HERBONICS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I.

The name of the corporation is HERBONICS, INC. (the "Corporation").

II.

The Articles of Incorporation of the Corporation are hereby amended as follows:

follows:

A. Article Four of the Articles of Incorporation of the Corporation is deleted in its entirety and replaced with the following:

"ARTICLE FOUR

CAPITAL STOCK

The aggregate number of authorized shares of the capital stock that the corporation shall have authority to issue is 1,000,000 shares of Common Stock, par value \$.01 per share. Shares of capital stock of the corporation that have been issued and subsequently acquired by the corporation shall constitute issued but not outstanding shares of the same class and series, until canceled or disposed of (whether by resale or otherwise) by the corporation. If the Board of Directors cancels any such shares, the canceled shares shall constitute authorized and unissued shares of the same class and shall be undesignated as to series."

B. Articles Six and Eight of the Articles of Incorporation of the Corporation are deleted in their entirety and Article Seven is renumbered Article Six.

III.

This Amendment to the Articles of Incorporation was duly adopted pursuant to Section 607.1003(6) of the Florida Business Corporation Act by the unanimous resolution of the holders of at least a majority of the issued and outstanding shares of Common Stock of the Corporation on August 28, 1998, and the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed on this 28th day of August, 1998.

HERBONICS, INC.

By: Brian Cadieux
Name: *Brian Cadieux*
Title: *CEO / PRESIDENT*