CAPITAL CONNECTION, INC. *417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 11/15/01--01012--021 Michaels *****25.00 *****25.00 300004683633 -11/15/01--01012--022 *****25.00 *****25.00 300004683633 -11/15/01--01012--023 Art of Inc. File_ ******5.80 ******5.DA LTD Partnership File____ Foreign Corp. File_ L.C. File_ Fictitious Name File_ Trade/Service Mark_ Merger File_ Art. of Amend. File RA Resignation_ Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy_ Photo Copy_ Certificate of Good Standing Certificate of Status Certificate of Fictitious Name Corp Record Search Officer Search Fictitious Search_ Fictitious Owner Search Vehicle Search Driving Record_ Requested by: UCC 1 or 3 File_ UCC 11 Search_ Name UCC 11 Retrieval_ Walk-In Will Pick Up Courier____ 174 Ponder's Printing - Thomasville, GA 8/00

ARTICLES OF AMENDMENT

TO

ARTICLES OF ORGANIZATION

OF

MICHAELS NURSERY LLC

FIRST:

The date of filing of the Articles of Organization was May 10, 2001

SECOND: The following amendment to Article V of the Articles of Organization was adopted by the Limited Liability Company, to replace and supersede the prior

Article V in all respects:

ARTICLE V **MANAGEMENT**

The Company will be managed by a Manager, who may be a Member.

THIRD:

In all other respects the Articles of Organization are unchanged and unaffected by this amendment, and are ratified, confirmed, and remain in full force and effect.

Dated: NOV 12 , 2001