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SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 MAR 30 PM 12: 02

Amend/cus
@ 3/31/09

COVER LETTER

**TO: Amendment Section
Division of Corporations**

NAME OF CORPORATION: ACOSTA NURSERY, INC.

DOCUMENT NUMBER: PO1000018707

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

KATHERINE ESO
(Name of Contact Person)

ACOSTA NURSERY, INC.
(Firm/ Company)

3900 W. Hallandale Bch. Blvd.
(Address)

Pembroke Park, FL 33023
(City/ State and Zip Code)

For further information concerning this matter, please call:

KATHERINE ESO at (954) 989-1061
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

\$35 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

\$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

ACOSTA NURSERY, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

P01000018707

(Document Number of Corporation (if known))

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or Co.," or the designation "Corp.," "Inc.," or "Co". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

N/A

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

NA

New Registered Office Address:

(Florida street address)

NA

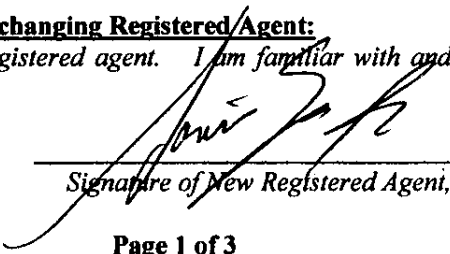
(City)

Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.



Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>VP</u>	<u>Hanio Macias Hernandez</u>	<u>6841 SW 11 St. Pembroke Pines FL 33023-1620</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>VP</u>	<u>Alejandro DaTorre</u>	<u>642 SW 9 St. Hallandale Beach FL 33009-6937</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	_____

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

Added two new partners.
See attached for division of shares

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:
(if not applicable, indicate N/A)

See attached minutes.

MINUTES OF SPECIAL MEETING OF DIRECTORS
OF
ACOSTA NURSERY, INC.

A special meeting of the Directors of the Corporation was held on Saturday, March 21, 2009 at twelve noon at the Acosta Nursery, Inc.'s office located at 3900 W Hallandale Beach Boulevard, Pembroke Park, FL.

Both, Louis Eso, Jr., President, and Katherine E. Eso, Secretary/Treasurer, were present and the meeting was called to order by the President, Louis Eso, Jr.

RESOLVED, that new directors/officers as Vice Presidents, were being added to the Corporation and do hereby authorized the following new directors/officers:

Hanoi Macias Hernandez
6841 SW 11th Street
Pembroke Pines, FL 33023-1620

Alejandro DaTorre
642 SW 9th Street
Hallandale, FL 33009-6937

RESOLVED, the original 500 shares of stock issued to Louis Eso, Jr. and Katherine E. Eso as shareholders will be divided as follows:

300 shares of stock will be classified as Class A and are issued as the land portion of the business, located at 3900 W Hallandale Beach Boulevard, Pembroke Park, FL 33023 with 150 shares of stock issued to each of the following:

Louis Eso, Jr. – 150 shares of Class A stock
1526 Shenandoah Street
Hollywood, FL 33020

Katherine E. Eso – 150 shares of Class A stock
1526 Shenandoah Street
Hollywood, FL 33020

The remaining 200 shares of stock will be classified as Class B and are issued for the plant nursery income business, lawn service maintenance income business and all income producing products offered by Acosta Nursery, Inc. and distributed as follows:

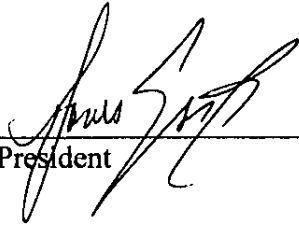
Alejandro DaTorre – 50 shares of Class B stock
642 SW 9th Street
Hallandale, FL 33009-6937

Louis Eso, Jr. – 50 shares of Class B stock
1526 Shenandoah Street
Hollywood, FL 33020

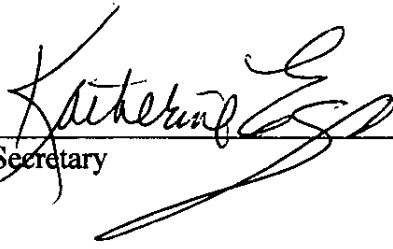
Katherine E. Eso – 50 shares of Class B stock
1526 Shenandoah Street
Hollywood, FL 33020

Hanoi Macias Hernandez – 50 shares of Class B stock
6841 SW 11th Street
Pembroke Pines, FL 33023-1620

There being no further business to come before the meeting, upon motion duly made by Katherine E. Eso, and seconded by Louis Eso, Jr. and unanimously carried, the meeting was adjourned.



President



Secretary

Vice President

Vice President

The date of each amendment(s) adoption: 03/21/09

Effective date if applicable: 03/21/09
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

“The number of votes cast for the amendment(s) was/were sufficient for approval

by _____.”
(voting group)

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated 03/26/09

Signature Katherine E. ESO
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

KATHERINE E. ESO
(Typed or printed name of person signing)

secretary/treasurer
(Title of person/signing)