

K 51636

July 31, 2002

environmental industries, inc.

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

Re: Environmental Care, Inc. (EII)

100006926641--8
-08/07/02--01015--002
*****35.00 *****35.00

Dear Sir or Madam:

We would like to change the name of our corporation, Environmental Care, Inc., to 'ValleyCrest Landscape Maintenance, Inc.'

Enclosed you will find the Certificate of Amendment of Articles of Incorporation of Environmental Care, Inc., and a copy of the Unanimous Written Consent of the Directors.

The \$35.00 filing fee, as evidenced by our check #976394, is also enclosed.

Please let me know if you need anything else to process this change.

Sincerely,

ENVIRONMENTAL INDUSTRIES, INC.

Anita Sholtis

Anita Sholtis
Corporate Secretary

:als

FILED
02 AUG -7 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
T. Lewis 8/13/02

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION
OF
ENVIRONMENTAL CARE, INC. (EII)
(a Florida corporation)

02 AUG -7 PM 12:58
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To The Secretary of State
State of Florida

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

1. The name of the corporation is

ENVIRONMENTAL CARE, INC. (EII)

2. Amendment(s) adopted:

Article FIRST of the corporation's Articles of Incorporation is hereby amended to read as follows:

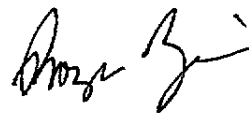
"First: The name of the corporation (hereinafter referred to as the "corporation") is

VALLEYCREST LANDSCAPE MAINTENANCE, INC."

3. The amendments herein provided for have been approved by the corporation's Board of Directors.

4. The amendments herein provided for were approved by the required written consent of the corporation's shareholders. The number of votes cast for the amendment(s) were sufficient for approval.

SIGNED ON: August 1, 2002

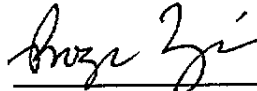


Roger Zino, President



Anthony Garruto, Secretary

On this 1st day of August, 2002, in the City of Calabasas in the State of California, each of the undersigned does hereby declare under the penalty of perjury that he/she signed the foregoing Articles of Amendment to Articles of Incorporation in the official capacity set forth beneath his/her signature, and that the statements set forth in said certificate are true of his/her own knowledge.



Roger Zino, President



Anthony Garruto, Secretary