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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend.

G. Coullente MAR 28 2006

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: UPCO, Inc.

DOCUMENT NUMBER: 266273

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

Please return all correspondence concerning this matter to the following:

Samuel D. Updike, Sr.

(Name of Contact Person)

UPCO, Inc.

(Firm/ Company)

P.O.Box 231

(Address)

Lake Wales, FL 33859-0231

(City/ State and Zip Code)

For further information concerning this matter, please call:

Nita Sullivan

(Name of Contact Person)

at (863) 696-1487

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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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

UPCO, INC.

Pursuant to Chapter 607.1006 of the Florida Statutes (2004) the Articles of Incorporation of UPCO, Inc. are hereby amended so that Article Seventh thereof reads as follows:

VII.

The number of directors of this corporation shall be not less than three (3) and not more than nine (9).

This amendment to the Articles of Incorporation was made pursuant to Florida Statute 607.1006 on the 11th day of March, 2006. The number of votes cast for the amendment by the shareholders was sufficient for approval.

Dated this 11th day of March, 2006.

[CORPORATE SEAL]

UPCO, Inc.
By: Samuel D. Updike
President
Lorena J. Updike
Secretary

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2006 MAR 20 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA }
COUNTY OF POLK }

The foregoing instrument was acknowledged before me this 16th day of March, 2006, by Samuel D. Updike, Sr. as President of UPCO, Inc., a Florida corporation, who is personally known to me, on behalf of the corporation.



[SEAL]

Nita Sullivan
Nita Sullivan
Notary Public, State of Florida
Commission # DD513454
My Commission Expires: March 9, 2010