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FILINGS, INC. TERESA ROMAN (Requestor's Name) 2805 LITTLE DEAL ROAD (Address) TALLAHASSEE, FLORIDA 32308 385-6735 OFFICE USE ONLY (City, State, Zip) (Phone #)

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AMENDMENT TO ARTICLES OF INCORPORATION OF R & D SOD FARMS, INC.

The undersigned desires to amend the Articles of Incorporation of R & D Sod Farms, Inc. (the "Corporation") pursuant to Section 607. 187 of the Florida Business Corporation Act, and hereby adopt the following amendment to the Corporation's Articles of Incorporation

Article III of the Articles of Incorporation filed on February 4, 1971 is hereby amended to read as follows:

III"

The shares of capital stock of the Corporation, all of which shall be fully paid and nonassessable, shall consist of one thousand (1,000) shares of common stock, par value of one (\$1.00) Dollar per share, and may be issued by the Corporation, as, when and for such consideration as may be fixed from time to time by the Board of Directors.

The authorized shares of common stock shall be divided into two classes, Class A and Class B. Class A shall consist of 100 shares of common stock. Class A shares shall have voting rights on all matters on which Shareholders shall have a right to vote.

Class B shall consist of 900 shares of common stock. Class B shares shall have no voting rights.

Each share of Class A and Class B common stock shall represent an equal interest in the equity of the Corporation. Each share of Class A and Class B common stock shall have equal rights to dividends and upon liquidation of the Corporation, to liquidation proceeds."

II. ___ The foregoing Amendment to the Articles of Incorporation was approved by all of the Shareholders of the Corporation on the 10 day of September , 2001.

IN WITNESS WHEREOF, the undersigned has made and subscribed this Amendment this 10 day of September , 2001.

R & D Sod Farms, Inc.

By: Edward A. Davis

Its President

Edward H. Davis