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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN MAY 12 2003

KIRKLAND SOD, INC.

Phone: 904/428-9855

BITTER BLUE - FLORATAM - PALMETTO®

4328 State Rd. #44
NEW SMYRNA BEACH, FLORIDA 32168

May 5, 2003

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314-6327

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Enclosed please find a certificate of Amendment for The Kirkland Family Limited Partnership. The purpose of which is to remove Stella L. Kirkland as a general partner. Mrs. Kirkland passed away December 4, 2001.

I will serve as the contact person for the Partnership, I am:

Gloria J. Schwartz
The Kirkland Family Ltd. Partnership
4328 State Road 44
New Smyrna Beach, FL 32168

Phone: (386)428-9855 Monday – Friday, 7 a.m. to 5 p.m.

You may send the certified copy of the amendment to that same address and to my personal attention. Thank you for your assistance.

Sincerely,



Gloria J. Schwartz
Corporate Secretary
Kirkland Sod, Inc.

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**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

The Kirkland Family Limited Partnership

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on December 18, 1995, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)

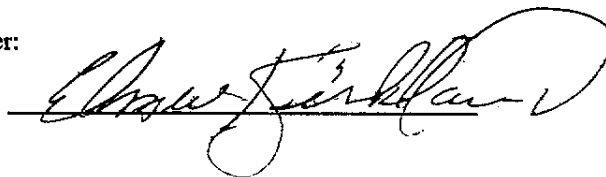
Amendment to article #4, General Partner,
deleting Stella Kirkland, deceased 12-4-2001

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SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature(s)

Signature of current general partner:



Signature(s) of new general partner(s), if applicable:

