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January 24, 2001

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Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL. 32301

Re: Amendment to Articles of Incorporation
Scotty's Tractor Service, Inc.

Gentlemen:

Enclosed herewith please find the Amendment to Certificate of Incorporation with a copy of the Minutes of the Special Meeting to change the name of the above-referenced corporation, which we request that you file in your office. Also enclosed is a copy of the same, which we request that you certify and return to us.

Our check in the amount of \$43.75 is enclosed to cover your charges as follows:

Filing Fee	\$35.00
Certified copy	8.75
	<hr/>
	\$ 43.75

If anything further is required, please do not hesitate to contact me.

Sincerely yours,


for Ray Peacock

RP
jm
Enclosures

FILED
01 JAN 29 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1-31-01
n/c

AMENDMENT TO CERTIFICATE OF INCORPORATION
OF
SCOTTY'S TRACTOR SERVICE, INC.

I, JAMES SCOTT WELLS, as President and CONSTANCE G. WELLS as Secretary of SCOTTY'S TRACTOR SERVICE, INC., a corporation organized and existing under the laws of the State of Florida do hereby certify that by resolution adopted by the Board of Directors and all holders of the common stock of said corporation, at a special joint meeting held pursuant to waiver of notice of such meeting, signed by all directors and stockholders of said corporation at the office at 6995 90th Avenue North, Pinellas Park, Florida 34666, on the 18 day of January, 2001, the said stockholders and directors unanimously adopted and passed a resolution to amend Article I of the Certificate of Incorporation by deleting said Article I and substituting therefor the following change of name of the corporation:

ARTICLE I
CORPORATE NAME

The name of this corporation shall be: SCOTTY'S LAND DEVELOPMENT, INC. The address for the corporation is 6995 90th Avenue North, Pinellas Park, Florida 34666.

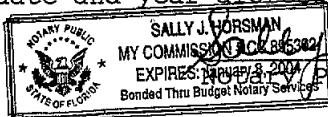
Dated at Pinellas, Florida this 18 day of
JANUARY, 2001.

SCOTTY'S TRACTOR SERVICE, INC.
By: James Scott Wells
JAMES SCOTT WELLS, President
By: Constance G. Wells
CONSTANCE G. WELLS, Secretary

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on the 18 day of JAN, 2001, before me personally appeared JAMES SCOTT WELLS and CONSTANCE G. WELLS, who are personally known to me and who took an oath, and who are the President of and Secretary of SCOTTY'S TRACTOR SERVICE, INC., who executed the foregoing instrument and acknowledged the execution thereof to be their free act and deed as such officers for the uses and purposes therein mentioned; and that they affixed thereto the official seal of said corporation, and said instrument is the act and deed of the corporation.

WITNESS my signature and official seal at Pinellas, FL., said County and State, the date and year aforesaid.



Sally J. Horsman
Public

01 JAN 29 PM 1:07
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

FILED

CERTIFICATE

I HEREBY CERTIFY that the following is a true and complete copy of the Minutes of the meeting held as stated therein:

Constance G. Wells
CONSTANCE G. WELLS - Secretary

MINUTES OF SPECIAL MEETING OF
BOARD OF DIRECTORS AND SHAREHOLDERS OF
SCOTTY'S TRACTOR SERVICE, INC.

A special meeting of the Board of Directors and Shareholders of the Scotty's Tractor Service, Inc. a Florida corporation, was held at 6995 90th Avenue North, Pinellas Park, Florida 34666 on January 18, 2001 at 9:00 a.m. pursuant to a waiver of notice signed by all of the Board of Directors and Shareholders of the Corporation. All of the Board of Directors and Shareholders were present.

The President stated that the purpose of the meeting was to consider and recommend to the Shareholders the change of the name for the Corporation.

Whereupon, on motion duly made and seconded, and unanimously carried, the following resolutions were unanimously adopted:

RESOLVED, that the name of the Corporation shall be changed to Scotty's Land Development, Inc.

There being no further or other business to come before the meeting, on motion duly made, seconded and unanimously carried, the meeting was adjourned.

Dated: January 18, 2001.

Constance G. Wells
Constance G. Wells
Secretary of the Meeting

UNANIMOUS CONSENT OF BOARD OF DIRECTORS
AND WAIVER OF NOTICE

The undersigned, consisting of all of the Board of Directors of Scotty's Tractor Service, Inc. hereby waive notice of the special Meeting of Board of Directors and Shareholders and any other formalities required and hereby unanimously consent to the adoption of the above Resolution.

Dated this 18 day of January, 2001.


JAMES SCOTT WELLS


CONSTANCE G. WELLS


JAY SCOTT WELLS


RICHARD J. DIBLASI