

Division of Corporations

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F 88899

Florida Department of State

Division of Corporations

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BASIC AMENDMENT

ULTIMATE FARM, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 13, 2000

ULTIMATE FARM, INC.
C/O PENNY COHEN
1031 MELALEUCA DRIVE
DELRAY BEACH, FL 33483-6647

SUBJECT: ULTIMATE FARM, INC.
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Darlene Connell
Corporate Specialist

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ARTICLES OF AMENDMENT
OF
ULTIMATE FARM, INC.

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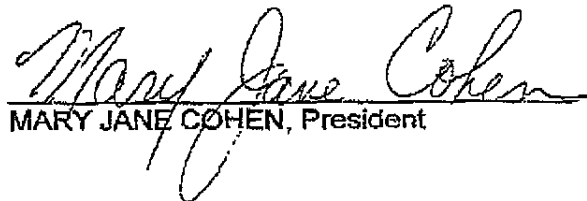
1. The name of the Corporation is ULTIMATE FARM, INC. (the "Corporation").
2. Article I of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

ARTICLE I - NAME

The name of this Corporation is ULTIMATE FARM OF DELRAY, INC.

3. The foregoing amendment was unanimously adopted by all of the Directors and the sole Stockholder of the Corporation eligible to vote by a Written Consent signed by them on October 11, 2000, manifesting their intention that this amendment to the Articles of Incorporation be adopted, pursuant to Section 607.1003, Florida Statutes. The number of votes cast for the amendment was sufficient for approval by the sole Stockholder.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 11 day of October, 2000.


MARY JANE COHEN, President

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