

# F92000000896

## PLANT MARKETING

819 West Shorewood Drive  
Eau Claire, Wisconsin 54703

715-836-8224  
1-800-752-6879  
FAX # 715-836-8239

September 15, 1998

100002643281--4  
-09/18/98--01054--026  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

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

On June 30, 1998, Plant Marketing, Inc., a Wisconsin corporation, sold substantially all of its assets to PMI Acquisition, Inc., a subsidiary of AFS Holdings Corp, located in Oklahoma City, Oklahoma. Plant Marketing, Inc. (the seller) has changed its corporate name to May's Floral Garden, Inc. effective July 1, 1998, and will continue to own and operate two retail stores located in Wisconsin.

PMI Acquisition, Inc. intends to continue the present wholesale operations of Plant Marketing with the current employees at the existing locations. This includes the wholesale distribution facility located in Apopka, Florida. Larry Reit will stay on as President of the new company. Effective July 1, 1998, PMI Acquisition has changed its name to Plant Marketing, Inc.

We wish to withdraw the corporate name of Plant Marketing, Inc. (the seller) so that the new corporation can assume the name of Plant Marketing, Inc. May's Floral Garden, Inc will no longer conduct any business in the State of Florida.

Federal Identification Numbers are as follows:

<u>Previous Name</u>	<u>Name Effective July 1, 1998</u>	<u>ID Number</u>
Plant Marketing, Inc.	May's Floral Garden, Inc.	39-1256353
PMI Acquisition, Inc.	Plant Marketing, Inc	39-1928537

If you have any questions, please contact me at 715-836-8224

Sincerely,

*Terry F. Anderson*

Terry F. Anderson, Controller

*Withdr.*

*US 9/23*

98 SEP 18 AM 9:25  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL  
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS  
IN FLORIDA**

PLANT MARKETING, INC

(Name of Corporation)

WISCONSIN

(Incorporated Under Laws Of)

FILED  
98 SEP 18 AM 9:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

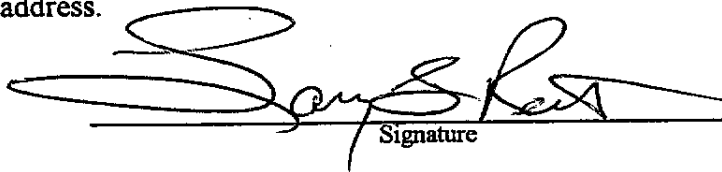
819 W SHOREWOOD DRIVE

(Mailing Address)

EAU CLAIRE, WI 54703

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Signature

Title

LARRY L REIT, PRESIDENT

Typed or printed name

Date

9/15/98