



G03343

ACCOUNT NO. : 072100000032

REFERENCE : 699966 121767A

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pizit

ORDER DATE : February 9, 1998

ORDER TIME : 4:32 PM

ORDER NO. : 699966-010

CUSTOMER NO: 121767A

800002425898--2

CUSTOMER: Ms. Lucy J. Minehan
Karp & Genauer, P.a.
Suite 1202
2 Alhambra Plaza
Coral Gables, FL 33134

DOMESTIC AMENDMENT FILING

NAME: FOLIAGE BY FLORA, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
98 FEB 10 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 FEB 10 AM 8:11
DIVISION OF CORPORATION

2/10
Jon
Name Change

ARTICLES OF AMENDMENT
OF
FOLIAGE BY FLORA, INC.

FILED
98 FEB 10 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Article I of the Articles of Incorporation of the Corporation is amended in its entirety to read as follows:

ARTICLE I
NAME

The name of this Corporation shall be:

Flo-Jo Enterprises, Inc.

2. By Action by Unanimous Written Consent dated January 30th, 1998, the Board of Directors of the Corporation duly recommended these Articles of Amendment to the shareholders of the Corporation and directed that these Articles of Amendment be submitted to a vote of the shareholders.

3. By Action by Unanimous Written Consent dated January 30th, 1998, the shareholders of the Corporation duly approved these Articles of Amendment.

30th IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this day of January, 1998.

FOLIAGE BY FLORA, INC.

By:


Name: Jo GILLMAN
Title: SECRETARY

UNANIMOUS WRITTEN CONSENT IN LIEU OF SPECIAL MEETING OF
BOARD OF DIRECTORS AND SHAREHOLDERS
OF
FOLIAGE BY FLORA, INC.

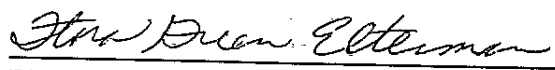
The undersigned, being all of the Directors and Shareholders of **FOLIAGE BY FLORA, INC.**, a Florida corporation (the "Corporation"), hereby consent to the taking of the following actions in lieu of a special meeting of the Board of Directors and the Shareholders and hereby waive any notice to be given in connection therewith:

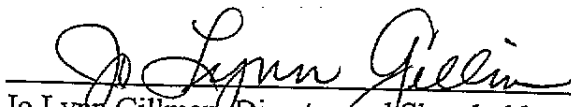
RESOLVED, that the name of the Corporation is hereby changed to **Flo-Jo Enterprises, Inc.**; and it is further

RESOLVED, that the officers of the Corporation shall be and each hereby is authorized for and on behalf of the Corporation, to make, execute, deliver, modify or amend in whole or in part, and revoke the documents and instruments that such officer considers appropriate in such officer's sole discretion to consummate the transactions contemplated by the foregoing resolution or are otherwise required in connection therewith, including but not limited to Articles of Amendment to the Articles of Incorporation of the Corporation; and its is further

RESOLVED, that such execution and delivery or performance shall constitute conclusive evidence of such officer's authority to so act, and that all of said documents and instruments executed and delivered as aforesaid shall be and constitute the acts and obligations of the Corporation, the Corporation hereby ratifying and confirming the acts of such Officer executing and delivering all of such documents and instruments and modifications and revocations of same, irrespective of whether such acts were performed before or subsequent to the date of the adoption hereof.

IN WITNESS WHEREOF, the undersigned have executed this Written Consent in Lieu of Special Meeting as of the 30th, day of January, 1998.


Flora Green Elterman, Director and Shareholder


Jo Lynn Gillman, Director and Shareholder