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FILED
97 OCT -2 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 29, 1997

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

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*****35.00 *****35.00

RE: Articles of Amendment of Plant & Flower Boutique, Inc.

Dear Sir/Madam:

I have enclosed for filing the original and one copy of the Articles of Amendment of Plant & Flower Boutique, Inc. I have also enclosed a check payable to the Secretary of State in the amount of \$35.00 to cover the costs of filing such Articles of Amendment.

Please file the Articles of Amendment and return a copy to me at the above address. If there are any problems, please do not hesitate to call. Your assistance and cooperation is appreciated.

Sincerely,



Lonnie L. Simmons

LLS\kbb

Enclosures

Kathy GAVE

AUTHORIZATION BY PHONE TO

Insert Shareholder approval was not required
CORRECT

DATE 24 OCT

DOC. EXAM. 2 1997

RECEIVED
97 OCT -2 AM 9:09
DIVISION OF CORPORATIONS

711 OCT 2 1997

**ARTICLES OF AMENDMENT
OF
PLANT & FLOWER BOUTIQUE, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provision of Section 607.1002, Florida Statutes, the undersigned Florida corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The following Articles of the Articles of Incorporation of the Corporation dated March 30, 1984 are hereby amended and fully restated to read as follows:

Article I of the original Articles of Incorporation dated March 30, 1984 is hereby deleted and is amended and fully restated to read as follows:

ARTICLE I - NAME

The name of the Corporation is HARRY A. EDWARDS & ASSOCIATES, INC.

SECOND: The date of adoption of the amendment was on the 24th day of September, 1997.

THIRD: Adoption of Amendments were adopted by the Board of Directors of Plant & Flower Boutique, Inc. Shareholder action was not required.

IN WITNESS WHEREOF, the undersigned Chairman of the Board of Directors of the Corporation has executed these Articles of Amendment on the 29 day of September 1997.


MARY CHLOE EDWARDS, President

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 27 day of SEP, 1997, by

MARY CHLOE EDWARDS, as President of Plant & Flower Boutique, Inc., a Florida

Corporation, on behalf of the corporation. She is personally known to me or has produced

ID# E 363 582 26520 as identification.



Katherine B. Belcher
Print Name: KATHERINE B. BELCHER
Notary Public, State of Florida
My Commission Expires: 9/11/98