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*****70.00 *****35.00

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

Subject: Amendments to Articles of Incorporation (Names Changes)
Rainbow Florist, Inc. to R.F. Enterprises of Brevard County, Inc.
F. W. Enterprises of Brevard Co., FL, Inc. to Rainbow Florist, Inc.

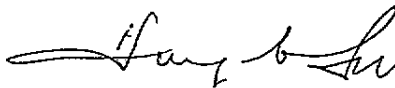
Dear Sir/Madam:

Enclosed are each of the above-captioned Amendments to Articles of Incorporation together with the required filing fees.

Please file these Amendments in the order listed above so that the Florida corporation currently known as F. W. Enterprises of Brevard Co., FL, Inc. can assume the name of Rainbow Florist, Inc.

Please contact the undersigned if any additional information is required to complete these filings.

Very truly yours,



Harry A. Jones

HAI/re
Enc.

H63965
on 300 NC
6-24-02

spayne

FILED
02 JUN 24 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION
OF
RAINBOW FLORIST, INC.

RAINBOW FLORIST, INC., a corporation, under its corporate seal and the hands
of its President and Secretary hereby certify that:

That the Board of Directors and all Stockholders of said corporation, at a joint
meeting called and held on the 31ST day of May, 2002, adopted the following
resolution:

"BE IT RESOLVED by the Board of Directors and all the Stockholders
of RAINBOW FLORIST, INC., a corporation, that said Board and
Stockholders deem it advisable and hereby declare it to be advisable that the
Articles of Incorporation as filed on June 26, 1985, be amended, changed and
altered so as to read as follows:

ARTICLE I

The name of this corporation is amended to read "R. F. ENTERPRISES OF
BREVARD COUNTY, INC.

IN ALL OTHER RESPECTS, the Articles of Incorporation as now exists remain
unchanged.

(Corporate Seal)

RAINBOW FLORIST, INC.

By Florence Webster
Florence R. Webster, President

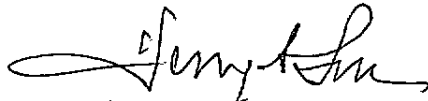
ATTEST: Florence Webster
Florence R. Webster, Secretary

FILED
02 JUN 24 PM 2:45
CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared FLORENCE R. WEBSTER, President and Secretary of RAINBOW FLORIST, INC., personally known to be the person described in and who executed the foregoing Articles of Amendment and acknowledged before me the execution of same for the uses and purposes therein stated.

WITNESS my hand and official seal in the County and State last aforesaid this 31st day of May, 2002.



Notary Public, State of Florida
My Commission Expires:

Rainbow--RFE-name.chg



Harry A. Jones
MY COMMISSION # DD038070 EXPIRES
April 12, 2005
BONDED THRU TROY FAIR INSURANCE, INC.