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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Plant City Rx

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AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
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<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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C.C.

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Date: _____

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
PLANT CITY RX, INC.

Pursuant to the provisions of Section 607.1006(1) of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation.

1. The name of the Corporation is PLANT CITY RX, INC.

2. The following amendments to the Articles of Incorporation were adopted by the Shareholders of the Corporation on the 2nd day of June, 2000, in the manner prescribed by the Florida Business Corporation Act:

Article I is hereby amended to read as follows:

"The name of the Corporation shall be BOOT'S PHARMACY, INC."

3. The number of votes cast for the amendment by the Shareholders was sufficient for approval.

IN WITNESS WHEREOF, we, the undersigned, have executed these Articles of Amendment this 2nd day of June, 2000.

ATTEST:

PLANT CITY RX, INC.

By:

Gary D. LeMaster,
Secretary

By:

Gary D. LeMaster,
President

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