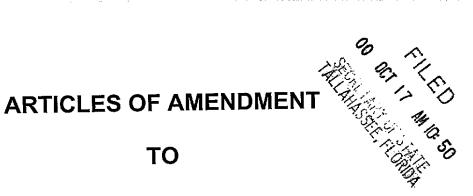


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٠.	NEW FILINGS	AMENDMENTS	
	Profit	Amendment	
-	NonProfit	Resignation of R.A., Officer/Director	
	Limited Liability	Change of Registered Agent	
	Domestication	Dissolution/Withdrawal	
	Other	Merger	
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	OTHER FILINGS	REGISTRATION/ QUALIFICATION	
	Annual Report	Foreign	
	Fictitious Name	Limited Partnership	
L	Name Reservation	Reinstatement	
		Trademark Examiner's Initials	
		Other Carlotte Control of	K
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ARTICLES OF INCORPORATION

OF

SECRET FLOWER GARDENS, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

The name of this corporation shall be changed to SECRET GARDENS

ANTIQUES & FLOWERS, INC.

SECOND:

The date of the adoption of this amendment is the 16 October 2000.

THIRD:

The amendment was approved by the shareholders. The number of votes

cast for the amendment was sufficient for approval.

FOURTH:

This amendment shall be effective upon the filing of these Articles of

Amendment to Articles of Incorporation with the Secretary of State of Florida.

Signed this 16 October 2000.

Morey Model Mercy McGee, Vice President