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01 FEB -2 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 988640 86723A

AUTHORIZATION :

COST LIMIT : \$ 43.95

Patricia Pizut

ORDER DATE : February 2, 2001

ORDER TIME : 11:47 AM

ORDER NO. : 988640-005

600003631286--0

CUSTOMER NO: 86723A

CUSTOMER: D. William Foster, Esq
Foster & Foster
555 Fourth Street North

Saint Petersburg, FL 33701

DOMESTIC AMENDMENT FILING

NAME: RAPP ENTERPRISES OF FLORIDA,
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons -- EXT# 1158

EXAMINER'S INITIALS:

N.C.

G. COULLETTE FEB 02 2001

*File
Second*

RECEIVED
01 FEB -2 PM 1:41
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
RAPP ENTERPRISES OF FLORIDA, INC.**

FILED
01 FEB - 2 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RONALD L. RAPP, being the sole Director and Incorporator of RAPP ENTERPRISES OF FLORIDA, INC., hereby certifies that in compliance with the provisions of Florida Statutes §607.1006, the following Amendment to the Articles of Incorporation of RAPP ENTERPRISES OF FLORIDA, INC., was duly adopted on January 31, 2001, by the sole Director and Incorporator without shareholder action, as shareholder action was not required, and in the manner prescribed by the Florida Business Corporation Act, to wit:

IT IS HEREBY RESOLVED that the name of the corporation be changed to **SHADOW OAKS NURSERY, INC.**, and that ARTICLE II. NAME, of the Articles of Incorporation be amended to read as follows:

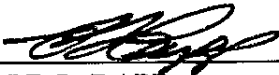
ARTICLE II - NAME

The name of the corporation shall be:

SHADOW OAKS NURSERY, INC., and all references in these Articles of Incorporation to the name of the corporation shall be changed to **SHADOW OAKS NURSERY, INC.**

In all other respects the Articles of Incorporation remain the same as filed.

Dated this 31st day of January, A.D. 2001.



RONALD L. RAPP
Sole Incorporator and Director



Approved By: Secretary

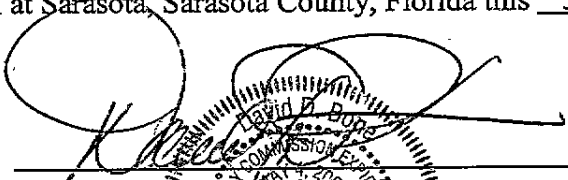
**Articles of Amendment to Articles of Incorporation of
RAPP ENTERPRISES OF FLORIDA, INC.**

Page Two

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, the undersigned authority, personally appeared RONALD L. RAPP, to me known to be the person who executed the foregoing Articles of Amendment to Articles of Incorporation of **RAPP ENTERPRISES OF FLORIDA, INC.**, who after being by me first duly sworn deposes and says that he is the sole incorporator and Director of said corporation, and the foregoing Articles of Amendment, executed by him are true and correct and are the act and deed of said corporation.

WITNESS my hand and official seal at Sarasota, Sarasota County, Florida this 31st day of January, A. D. 2001.


Notary Public, State of Florida

