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* Also Admitted To Practice In Washington, D.C. 000004634710--0 -10/12/01--01042--010 ******43.75 ******43.75

October 8, 2001

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: Articles of Amendment- EC & M NURSURIES, INC. (Certified copy)

Dear Sir or Madam:

Enclosed please find the original and two copies of the Articles of Amendment of the above-referenced corporation, for filing, together with our check in the sum of \$43.75 (\$35.00 filing fee and \$8.75 certified copy).

We are also enclosing a self-addressed stamped envelope for your convenience.

Thank you for your prompt attention to this matter.

Sincerely,

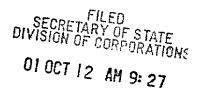
Humberto R. Dominguez

HRD:cb

Encl.

Amend

V SHEPARD OCT 18 2001



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

EC & M NURSURIES, INC.

(present name) 42564 P010000 ₹₹85

(Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Amend Article V: The street address of the corporate office of the corporation is:
2310 S.W. 58 Avenue
Miami, Florida 33155

The name and address of the registered agent is:

Dolores Magalis Martinez 2310 S.W. 58 Avenue Miami, Florida 33155

Amend Article VII: The Director of the corporation is:

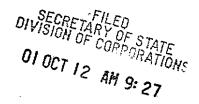
Dolores Magalis Martinez

Amend Article VIII: The Officers of the corporation are:

Dolores Magalis Martinez, President, Vice-President,
Secretary and Treasurer.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: 1	The date of each amendment's adoption: 10-8-01	
FOURTH:	Adoption of Amendment(s) (CHECK ONE)	
· 3	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.	
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):	
	"The number of votes cast for the amendment(s) was/were sufficient	
	for approval by(voting group)	
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
	The amendment(s) was were adopted by the incorporators without shareholder action and shareholder action was not required.	
•	Signed this 8th day of October 2001	
Signature_	Eliseo L. Martinez, President (By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the Shurcholders)	-
	OR	
	(By a director if adopted by the directors)	
•		
	OR	
	(By an incorporator if adopted by the incorporators)	
	(Typed or printed name)	
	(Title)	



DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida
Statutes, <u>EC & M NURSURIES</u>, <u>INC.</u>, having filed its Articles of
Incorporation contemporaneously herewith, with its registered
office as indicated therein at Miami, Florida has named <u>DOLORES</u>

<u>MAGALIS MARTINEZ</u>, located thereat as its registered agent to accept
service of process within this State.

By: Volace My Martinez

DOLORES MAGALIS MARTINEZ

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: Volso MM arline DOLORES MAGALIS MARTINEZ