

PO1000047818

Please contact me at

561-753-0083

if you need anything further.

Thank you.

Jennifer Lombrewzi

FILED
JAN 30 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-01/17/02--01051--011

*****35.00 *****35.00

PO1000047818
Amend CM
SPR 1-30-02



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 24, 2002

JENNIFER DOMBROWSKI
15400 ORANGE BLVD.
LOXAHACHEE, FL 33470

SUBJECT: EARTH INSTINCTS, INC.
Ref. Number: P01000047818

We have received your document for EARTH INSTINCTS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Corporate Specialist

Letter Number: 702A00003997

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

Earth Instincts

(Present name)

P01000047818

(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)*

Article II Principal Office

Delete : 13747 55th Road North
Royal Palm Beach, FL 33411

Add : 15400 Orange Boulevard
Loxahatchee, FL 33470

Article V Officer / Director

Delete: Matthew J. Barca
13747 55th Road North
Royal Palm Beach, FL 33411

Add: Jennifer Dombrowski, President and Corporate Secretary
15400 Orange Boulevard
Loxahatchee, FL 33470

Add: Stephen Dombrowski, Vice President
15400 Orange Boulevard
Loxahatchee, FL 33470

Add: Jackie Dombrowski, Treasurer
15400 Orange Boulevard
Loxahatchee, FL 33470

Article VI Registered Agent

Delete: Matthew J. Barca
13747 55th Road North
Royal Palm Beach, FL 33411

Add: Stephen Dombrowski
15400 Orange Boulevard
Loxahatchee, FL 33470

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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: **NONE**

THIRD: The date of each amendment's adoption:
All amendments were made on July 10th, 2001

FOURTH: Adoption of Amendment(s) (CHECK ONE)

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)

XX 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 11th day of August, 2001.

Signature

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

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Jennifer Dombrowski

(Typed or printed name)

President

(Title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Stephen Dombrowski

(Name of Registered Agent)

(Signature of Registered Agent) (Date)