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CEE BEE'S CITRUS, INC.

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ARTICLES OF AMENDMENT

of

CEE BEE'S CITRUS, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, Cee Bee's Citrus, Inc., a Florida corporation (the "*Corporation*"), adopts the following Articles of Amendment to its Articles of Incorporation:

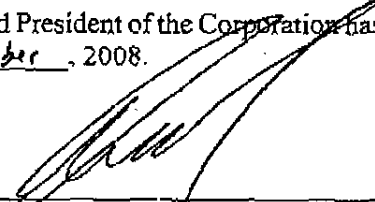
1. The name of the Corporation is Cee Bee's Citrus, Inc.
2. That Article I of the Articles of Incorporation of the Corporation is hereby amended and replaced in its entirety to read as follows:

ARTICLE I - NAME

The name of the Corporation is Cee Bee's Holdings, Inc.

3. The foregoing amendment was adopted, ratified and approved by the Board of Directors of the Corporation by unanimous Written Consent, effective as of October 6, 2008.
4. The foregoing amendment was adopted, ratified and approved by the sole Shareholder of the Corporation by unanimous Written Consent, effective as of October 6, 2008.
5. The foregoing amendment shall become effective as of the date these Articles of Amendment are filed with the Secretary of State of Florida.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment, this 6th day of October, 2008.



Andrew F. Burchenal, President