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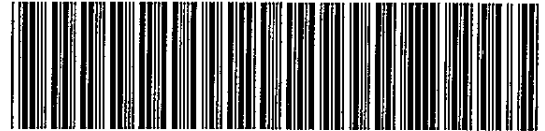
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

on record 1-3-06

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF:
RAINFOREST NURSERY, INC.**

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:

ADD : Odalis Labarca

DELETE : Teresa Acosta

**06 JAN -3 AM 11:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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**ARTICLE VIII
BOARD OF DIRECTORS**

The name and street address of the members of the Board of Director is:

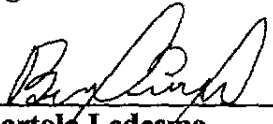
NAME	TITLE	ADDRESS
Bartola Ledesma	President	15425 SW 268 Street Miami, FL, 33032
Odalis Labarca	Vice-President	15425 SW 268 Street Miami, FL, 33032

SECOND: The date of the amendments adoption: December 29, 2005

THIRD: Adoption of Amendments

The Amendments(s) were adopted by the board of Directors without shareholders action and shareholder action was not required.

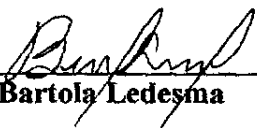
Signed this December 29, 2005



Bartola Ledesma

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made initial registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.



Bartola Ledesma