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#### TRANSMITTAL LETTER

Department of State
Division of Corporations
P O BOX 6327
Tallahassee, FL 32314

SUBJECT: BILLY DARBY, INC.

Dear Sir or Madam:

Please find enclosed for filing one original and one copy of the AMENDED Articles of Incorporation. Also enclosed is a check in the amount \$ 52.50 for the filing fee, certified copy and certificate of status.

Please return to: QUALITY LANDSCAPING, INC.

C/O BILLY MARTIN - PRESIDENT

3550 N. C.R. 19A, SUITE #1 MOUNT DORA, FL 32757

NOTE: The original and one copy of the AMENDED articles are enclosed.

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#### ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF BILLY DARBY, INC.

Pursuant to provision of section 607.1006, Florida Statutes, the Florida profit corporation adopts the following articles of amendment to it articles of incorporation:

FIRST: Amendment(s) adopted:

#### ARTICLE I NAME

The name of the Corporation shall be: QUALITY LANDSCAPING, INC..

**SECOND:** Amendment(s) adopted:

#### ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation is:3550 N CR 19A, Ste #1 Mt Dora, FL 32757 The mailing address for all legal correcspondence is:3550 N CR 19A, Ste #1 Mt Dora, FL 32757

THIRD: Amendment(s) adopted:

### ARTICLE V DIRECTORS/OFFICERS

BILLY MARTIN
PRESIDENT/DIRECTOR
3550 N. C.R. 19A, SUITE #1
MOUNT DORA, FL 32757

FOURTH: Amendment(s) adopted:

The date of each amendment's adoption: July 13, 2004.

FIFTH: Amendment(s) adopted:

The amendments were adopted by the incorporator(s) without shareholder action and shareholder action was not required.

Signed this 13th day of July, 2004

Signature Billy Martin - President/Director