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BASIC AMENDMENT

CROP & DROP INTERNATIONAL, INC.

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JANUARY 13, 2003

CROP & DROP INTERNATIONAL, INC.
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SUBJECT: CROP & DROP INTERNATIONAL, INC.
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KAREN GIBSON
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ARTICLES OF AMENDMENT

Crop and Drop International, Inc.

Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of the above-named Corporation are hereby amended as follows:

1. Article I: Name, is hereby amended to read as follows:

The name of the Corporation is Crop and Drop USA, Inc.

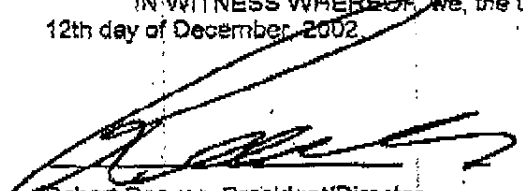
2. Article III: Capital Stock, is hereby amended to read as follows:

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of (\$.001) per share.

3. The foregoing amendment was adopted on December 12, 2002.

4. The amendment was adopted by the ^{directors} ~~incorporators~~ before the issuance of shares; thus, shareholder action was not required.

IN WITNESS WHEREOF, we, the undersigned, have executed these Articles of Amendment, this 12th day of December, 2002.



Robert Reeves, President/Director



Joel Bartlett, CEO/Director



James Miller, COO/Director

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