

P04000096735

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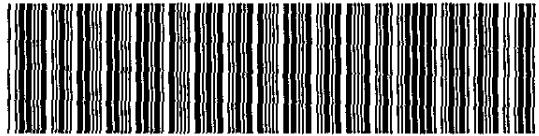
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DONALD P. REED

ATTORNEY AT LAW

100 Second Avenue South • Suite 200-S • St. Petersburg, Florida • 33701
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May 9, 2005

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Naples Organics, Inc.
Document No. P04000096735

Dear Sir/Madam:

The enclosed Articles of Amendment and fees are submitted for filing.

Please return correspondence concerning this matter to the following:


Donald P. Reed
100 Second Ave. South
Suite 200-S
St. Petersburg, FL 33701

For further information regarding this matter, please call:

Donald P. Reed 727-823-3422

Enclosed is a check in the amount of \$35.00 for the filing fee.

Very truly yours,


Donald P. Reed

/kr

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
NAPLES ORGANICS, INC.**

FILED
05 MAY 12 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Document No. P04000096735

Pursuant to the provisions of §607.1006, *Florida Statutes*, this Florida Profit Corporation adopts the following amendment to its Articles of Incorporation:

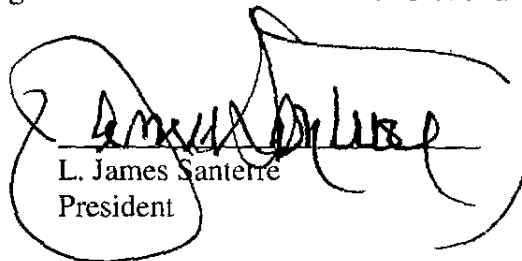
Article I of the Articles of Incorporation is modified to read in its entirety as follows:

The name of the corporation is: **SOMERSET ORGANICS, INC.**

The foregoing amendment was approved and adopted by the sole shareholder of the Corporation on May 1, 2005. The number of votes cast for the amendment by the sole shareholder was sufficient for approval.

All other articles and provisions of the Articles of Incorporation remain the same.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment on the 1st day of May, 2005.


L. James Santerre
President