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OTHER FILINGS	REGISTRATION/	
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Reinstatement

Examiner's Initials

Trademark

Name Reservation

ARTICLES OF AMENDMENT

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SECRETARY OF STATE

TO

ARTICLES OF INCORPORATION

OF

FERTILE SOIL ENTERPRISES, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

Article 5 of the Articles of Incorporation provides:

President:

Sharon Pinero

Secretary:

Sharon Pinero

Treasurer:

Sharon Pinero

SECOND:

Article 5 shall be amended to state:

President:

Sharon Pinero

Vice-President:

Felicita Pereira

Secretary:

Sharon Pinero

Treasurer:

Sharon Pinero

whose addresses shall be the same as the principal address of the Corporation.

THIRD: The date of the adoption of this amendment is the 2 May 2005.

FOURTH: The amendment was adopted by the Board of Directors. No Shareholder action was

required for adoption.

FIFTH: This amendment shall be effective upon the filing with the Secretary of State of

Florida.

Signed this 2 May 2005.

Sharon Pinero, Chairman of the Board of Directors