

P07000040163

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

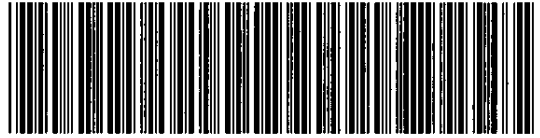
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



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05/15/08--01025--006 **35.00

FILED

08 JUN -2 PM 4:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*NO + Amend
4/2/08*

COVER LETTER

**TO: Amendment Section
Division of Corporations**

NAME OF CORPORATION: H + D AG CONSULTING INC.

DOCUMENT NUMBER: PO 70000 40163

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

DOMINIQUE DEPAZ
(Name of Contact Person)

H + D AG CONSULTING INC.
(Firm/ Company)

37620 NORTH CA 44A
(Address)

EUSTIS FL 32736
(City/ State and Zip Code)

For further information concerning this matter, please call:

DOMINIQUE DEPAZ
(Name of Contact Person)

at (352) 357-0808
(Area Code & Daytime Telephone Number)

DOM DEPAZ @ AOL.COM

Enclosed is a check for the following amount:

\$35 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

\$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

*Already sent
check # 9753 with initial request*

Mailing Address

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

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 22, 2008

DOMINIQUE DEPAZ
37620 NORTH CR 44A
EUSTIS, FL 32736

SUBJECT: H&D AG CONSULTING INC.
Ref. Number: P07000040163

We have received your document for H&D AG CONSULTING INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is L08000034543.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Regulatory Specialist II

Letter Number: 708A00032552

Dominique Depaz
37620 North CR 44A
Eustis, FL 32736
(352) 357-0808
domdepaz@aol.com

May 28, 2008

Amendment Section
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

To whom it may concern,

Attached is revised name change for H&D Ag Consulting Inc.

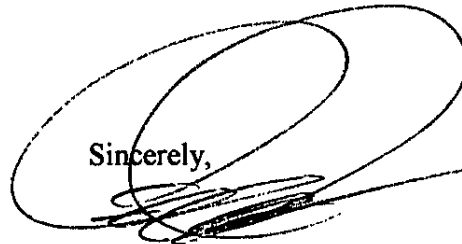
Upon inquiring, I received attached e-mail confirmation from your office that the initial name change (J&D Enterprises Inc.) was not available.

Until we obtain a new name, we are stopping all business transaction of the company. Due to the urgency of the matter, I have not waited for receipt of written confirmation via the mail from you and have enclosed a revised amendment for name change, which as of this date is available. Should this new name not be available, please substitute with: Nutri-Grow Corp, Nutri-Grow, Inc., NutriGrow.net Inc. or Nutri-Grow.net Corp.

Your office informed me that a refiling fee of \$35.00 was not necessary. Should there be a problem with the new name or any other matter, please contact me by phone or e-mail so that we can resolve this matter quickly.

Thank you for your understanding.

Sincerely,



Dominique Depaz

RECEIVED
2008 JUN -2 AM 8:00
SECRETARY OF STATE
FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

H + D AG CONSULTING INC
(Name of corporation as currently filed with the Florida Dept. of State)

PO 70000 40163
(Document number of corporation (if known))

08 JUN -2 PM 4:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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

NEW CORPORATE NAME (if changing):

NUTRIGROW CORP.

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

SECTION 2.2 ELECTION; TEAM OF OFFICE; RESIGNATION; VACANCIES
FRANK SCOTT III RESIGNED AS PRESIDENT + DIRECTOR
DOMINIQUE DEPAZ - APPOINTED PRESIDENT, SECRETARY
AND TREASURER

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

The date of each amendment(s) adoption: 5/12/2008

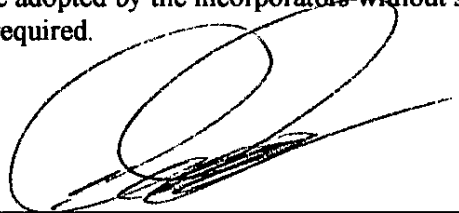
Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature 
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

DOMINIQUE DEPAIZ
(Typed or printed name of person signing)

PRESIDENT, SECRETARY, TREASURER
(Title of person signing)

FILING FEE: \$35