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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 039325 5014993

AUTHORIZATION : Patricia Pigot

COST LIMIT : \$ 35.00

ORDER DATE : February 22, 2001

ORDER TIME : 11:11 AM

ORDER NO. : 039325-005

CUSTOMER NO: 5014993

CUSTOMER: Richard P. Zaretsky, Esq  
Richard P. Zaretsky, P.a.  
1655 Palm Beach Lakes Blvd.  
Suite 900  
W. Palm Beach, FL 33401

name  
change  
amend

8000003747459--1

DOMESTIC AMENDMENT FILING

NAME: 123 EXTRAS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133  
EXAMINER'S INITIALS:

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

RR  
023/01

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

123 EXTRAS, INC.

FILED  
01 FEB 22 PM 1:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

(a) The name of the corporation is changed to LILLY POND LAWN MAINTENANCE, INC.

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment is not contained in the amendment itself, are as follows:

n/a

**THIRD:** The date of each amendment's adoption: February 21, 2001

**FOURTH:** Adoption of Amendment(s) (CHECK ONE)

X The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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).*

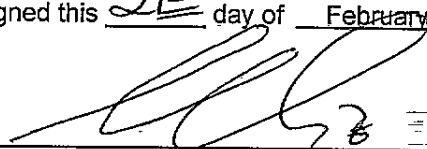
"The number of votes cast for the amendment(s) was/were sufficient  
for approval by \_\_\_\_\_"  
voting group

       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.

Signed this 21<sup>st</sup> day of February, 2001.

Signature

  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Toby Lewis  
Typed or Printed Name

President and Chairman  
Title