

P94000058148

Thomas P. Hall, P. A.

Attorney and Counselor at Law

THOMAS P. HALL
BOARD CERTIFIED IN TAX

October 28, 1996

3443-D TAMAMI TRAIL
PORT CHARLOTTE, FLORIDA 33952-8101

TELEPHONE (841) 827-0003

Division of Corporations
Florida Department of State
STATE OF FLORIDA
The Capitol
Tallahassee, FL 32304

RE: CLIENT: AAA TURF CARE, INC.
CHARTER NO.: P94000058148
FEIN: 65-0508200
SUBJECT: Filing of Articles of Amendment
to Articles of Incorporation
Changing Name of Corporation
OUR FILE: 1431.1

800001993178--3
-10/31/96--01122--004
****165.00 *****77.50

Dear Sir or Madam:

Please be informed that I represent AAA TURF CARE, INC., a Florida corporation duly formed, validly existing and in good standing under Florida law.

On October 21, 1996, the directors and shareholders of this corporation elected to change the name of the corporation to REXROTH ENTERPRISES, INC. In this regard, please find enclosed and accept for filing the original and one copy of Articles of Amendment to the Articles of Incorporation of the corporation. Also find enclosed our check in the amount of \$87.50 representing the fee for filing the same and providing us with a certified copy of the Articles of Amendment.

Should you have any questions as to the above, please do not hesitate to contact me.

Sincerely,

THOMAS P. HALL, P.A.

Thomas P. Hall
Attorney at Law

cn
Enclosures
cc: Terry L. Rexroth
and Donna J. Rexroth

FILED
DIVISION OF STATE
CORPORATIONS
96 OCT 31 PM 12:59
TLL NOV 5 1996

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
AAA TURF CARE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
96 OCT 31 PM 12:59

Pursuant to section 607.1006(1) of the Florida Business Corporation Act, the undersigned hereby file these Articles of Amendment to the Articles of Incorporation of AAA TURF CARE, INC., a corporation duly formed and validly existing under the laws of the state of Florida:

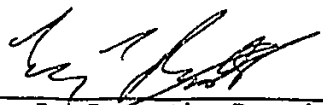
1. The name of this corporation is currently AAA TURF CARE, INC.
2. The name of this corporation is hereby changed to:

REXROTH ENTERPRISES, INC.


3. The name of the corporation was changed by a resolution unanimously adopted by the directors and shareholders of the corporation at a joint meeting conducted in accordance with Section 607.1003 of the Florida Statutes on October 21, 1996.

4. The foregoing amendment requires the surrender and cancellation of the certificates for all of the corporation's issued and outstanding shares and the issuance of new certificates reflecting the new name of the corporation, as per this amendment.

IN WITNESS WHEREOF, these Articles of Amendment are signed by the following officers this 21st day of October, 1996, in accordance with resolutions unanimously adopted by the directors and shareholders of the corporation on October 21, 1996.



Terry L. Rexroth, President

ATTEST:


Donna J. Rexroth, Secretary

STATE OF FLORIDA)
)
COUNTY OF CHARLOTTE)

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 12st day of October, 1996, by Terry L. Rexroth and Donna J. Rexroth, as President and Secretary, respectively, of AAA TURF CARE, INC., a Florida corporation. Both are personally known to me. Neither took an oath.


Christine S. Nolan
Notary Public - State of Florida
Commission No.: CC502464

My Commission Expires: 10/17/99

