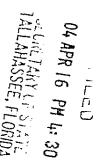
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| PICK-UP WAIT MAIL |
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| Certified Copies Certificates of Status |
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| Special Instructions to Filing Officer: |
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Office Use Only



George N. Klimis, P.A.

George N. Klimis, Esquire 27 E. Orange Street Tarpon Springs, Florida 34689 Ph: 727.943.9551 * Fx: 727.943.9081 e-mail: gpa8@tampabay.rr.com

April 15, 2004

UPS TWO DAY OVERNIGHT MAIL

Secretary of State Division of Corporations Corporate Records Bureau 409 East Gaines Street Tallahassee, FL 32399

Re: Articles of Amendment of ITM Tropicare, Inc.

> Articles of Amendment of ITM Tropicare of Orlando, Inc. Articles of Amendment of ITM Tropicare South Bay, Inc. Articles of Amendment of ITM Tropicare East Bay, Inc. Articles of Amendment of ITM Tropicare West Bay, Inc.

Dear Sir:

Enclosed are two (2) separate original Articles of Amendment for the above-referenced corporations. Also, enclosed is my firm's check for \$175.00 for filing of the same.

After processing and filing the original Articles of Amendment for these corporations, please endorse your approval on the duplicate copies of the articles and forward the endorsed copies to me to be placed in my clients' corporate books.

If you have any questions or comments regarding the enclosed documents, please contact me by telephone rather than returning the same.

Thank you for your attention in this matter.

Sincerely,

GEORGE N. KLIMI

George/ . Esquire

GNK/bac

Enclosures: As referenced above

ARTICLES OF AMENDMENT

OF

ITM TROPICARE OF ORLANDO, INC.

The undersigned Corporation, in accordance with the Florida General Corporation Act and its Bylaws, hereby adopts the following Articles of Amendment:

ARTICLE I: NAME

The name and address of the Corporation is: ITM TROPICARE OF ORLANDO, INC., 6947 Narcoosee Road, Orlando, Florida 32822.

ARTICLE II: AMENDMENT

Article I of this Corporation's Articles of Incorporation is hereby amended (the "Amendment"), in its entirety, so as to read after Amendment, as follows:

ARTICLE I: NAME AND ADDRESS

The name and address of the Corporation shall be: **TROPICARE NURSERIES**, **INC.**, 6947 Narcoosee Road, Orlando, Florida 32822.

ARTICLE III: ADOPTION

The Amendment has been adopted and approved by consent of all of the Directors and Shareholders of the Corporation, date of adoption April 5, 2004.

The Amendment shall become effective upon filing with the Florida Secretary of State. A copy of consent follows these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned has executed, adopted and signed these Articles of Amendment on behalf of the Corporation this 5th day of April, 2004.

ITM TROPICARE OF ORLANDO, INC.

Jon Hughes, President

STATE OF FLORIDA **COUNTY OF PINELLAS**

The foregoing instrument was acknowledged before me this 5th day of April, 2004, by **Jon Hughes, President, ITM Tropicare of Orlando, Inc., a Florida corporation**, on behalf of the Corporation. **Jon Hughes** is personally known to me or has produced proper identification and not take an oath.

signed:

printed: George M. Krimis Notary Public State of Florida

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Approach to the United States Un