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NAME: GENE'S CITRUS RANCH, INC.

AUDIT NUMBER.....H97000005290

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**ARTICLES OF AMENDMENT
OF
GENE'S CITRUS RANCH, INC.**

1. Pursuant to Florida Statutes Sections 607.1003 and 607.1006, Article III of the Articles of Incorporation of the above-referenced Corporation is amended to change the number of authorized shares of common stock of the Corporation to One Hundred Thousand (100,000) shares having a par value of one cent (\$.01).
2. The foregoing amendment was adopted on October 10, 1996, by written unanimous consent of all of the Directors and Shareholders entitled to vote on the amendment, in accordance with Florida Statutes Sections 607.0704 and 607.0821.
3. The amendment does not provide for an exchange, reclassification, or cancellation of stock.
4. The Secretary of State is hereby requested to approve and file these Articles of Amendment in accordance with Chapter 607, Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment as of October 10, 1996.


EUGENE A. MIXON, President

Prepared By:
John E. Wickman
Blalock, Landers, Watson & Vogler, P.A.
802 11th Street West
Bradenton, FL 34205
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