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Hollywood's Lawn Care, Inc.
4112 W. Marietta Street
Tampa, Florida 33616
(813) 805-0114

February 18, 1999

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

FILED
99 FEB 19 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-02/19/99--01077--006

*****35.00 *****35.00

Re: Amendment and Name Change

Dear Sir or Madam:

I have enclosed an original and one copy of the following documents:

1. Hollywood's Lawn Care, Inc., Shareholder's and Director's Written Consent to Action
2. Articles of Amendment of Articles of Incorporation of Hollywood's Lawn Care, Inc.

I have also enclosed check number 3491 in the amount of \$35.00 to cover the costs involved with the enclosed documents. Please return to me in the enclosed, self-addressed envelope, the copies of the enclosed documents evidencing your receipt.

If there are any questions, please do not hesitate to contact me.

Sincerely,

Carol Cheaney Martin
Carol Cheaney Martin
Office Manager

/ccm
Enclosures

NE
off
2/23

**ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION
OF
HOLLYWOOD'S LAWN CARE, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Florida Statutes, HOLLYWOOD'S LAWN CARE, INC., a corporation organized and existing under and by virtue of the laws of the State of Florida (the "Corporation"), does hereby certify:

Name. The name of the Corporation is Hollywood's Lawn Care, Inc.

Amendments Adopted. The amendment adopted provides for the Corporation to change its name from Hollywood's Lawn Care, Inc. to Hollywood's Services, Inc.

Text of Amendments. Article 1 is hereby amended by deleting such Article 1 and substituting the following new Article 1 which reads as follows:

Article 1. The name of the Corporation is Hollywood's Services, Inc.

Adoption of Amendments. The foregoing amendment was approved by unanimous written consent of the Board of Directors and the sole shareholder of the Corporation pursuant to Sections 607.0704 and 607.0821, Florida Statutes.

Effective Date. The effective date of the amendments herein certified shall be the date of filing these Articles of Amendment to Articles of Incorporation with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment to Articles of Incorporation as of the 5 day of February, 1999.



Robert J. Martin
President

**HOLLYWOOD'S LAWN CARE, INC.
SHAREHOLDER'S AND DIRECTOR'S WRITTEN CONSENT TO ACTION**

February 5, 1999

I, the undersigned, being the sole shareholder and sole director of HOLLYWOOD'S LAWN CARE, INC. (hereafter the "Corporation"), do hereby adopt the following resolutions pursuant to the provisions of Sections 607.0704 and 607.0821, Florida Statutes, in lieu of a special meeting.

WHEREAS, the Corporation desires to amend its Articles of Incorporation to change its name from Hollywood's Lawn Care, Inc. to Hollywood's Services, Inc.

RESOLVED, that pursuant to Section 607.1006 of the Florida Statutes, the Articles of Incorporation of Hollywood's Lawn Care, Inc. shall be amended by striking Article 1 thereof in its entirety and substituting therefor the following:

ARTICLE 1.

The name of the corporation shall be:

Hollywood's Services, Inc.

FURTHER RESOLVED, that the foregoing amendment to the Articles of Incorporation shall be effective as of the date of filing of the Articles of Amendment to the Articles of Incorporation with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned, constituting the sole shareholder and the sole member of the Board of Directors of the Corporation, has hereunto set his hand and seal as of the date first above written.

SOLE SHAREHOLDER AND DIRECTOR:



Robert J. Martin