

P95000036966

FPM services, Inc.
P. O. Box 640565
Beverly Hills, Fl. 34464

December 11, 1999

Bureau of Corporate Records - AMENDMENTS
P. O. Box 6327
Tallahassee, Fl. 32314

FILED
99 DEC 13 AM 9:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gentlemen:

300003067569--9

-12/13/99--01073--014

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

An application is attached to change the name of FPM Services, inc.
to NATURES WAY LAWN CARE, INC.

A check is attached to cover your fee to execute this change.

Please return accepted copy to P. O. Box 640565, Beverly Hills,
Florida, 34464.

Sincerely yours,

Jason B. Boos - Pres.

Amend & N/c

V. SHEPARD DEC 23 1999

AMENDMENT TO CERTIFICATE OF INCORPORATION
FOR
FPM SERVICES, INC.

6 North Washington Street
P.O. Box 640565
Beverly Hills, FL 34465-34464

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE ARTICLES of the Certificate of Incorporation of FPM Services, Inc., (incorporated in the State of Florida May 8, 1995) are hereby amended to read as follows:

ARTICLE I. NAME

The name of the corporation shall be:

NATURES WAY LAWN CARE, INC.

ARTICLE VII: ADDRESS

The street address of the principal office of this company in this State is:

#6 North Washington Street, Beverly Hills, FL 34465

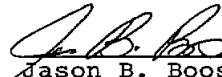
The Board of Directors may from time to time move the principal office to any other address in Florida.

RESTATEMENT OF REGISTERED AGENT

Jason B. Boos, 6 North Washington Street, Beverly Hills, FL 34465, has accepted appointment as Registered Agent of this corporation. His acceptance of appointment is signified by his signature affixed to the bottom of this page.

ALL AMENDMENTS to the Articles above were approved by the Stockholders and the Board of Directors of FPM Services, Inc. as of October 9, 1999, as provided by Florida Statutes.

By:



Jason B. Boos, President


(Corporate Seal)

STATE OF FLORIDA
COUNTY OF Lake

BEFORE ME, the undersigned authority, personally appeared Jason B. Boos, President of FPM Services, Inc. to me well known and who being by me first duly sworn, acknowledges that he executed the foregoing Amendment for the purposes therein expressed.



Emery S. Sims, Jr.
MY COMMISSION # CC675729 EXPIRES
December 28, 2001
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public - State of Florida

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT:

I agree to serve as Resident Agent for Natures Way Lawn Care, Inc.



Jason B. Boos, President

Florida Document Number P95000036966
Federal Identification Number 59-3310948