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Jerald R. Pitkin, P.A.

Attorney at Law

215 AIRPORT ROAD SOUTH ■ NAPLES, FLORIDA 34104
941/649-8774 ■ FAX 941/649-8967

May 13, 1997

Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

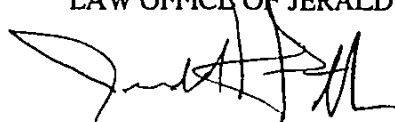
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*****70.00 *****35.00

Dear Secretary of State:

Enclosed please find an original and copy of the Articles of Amendment to Articles of Incorporation, and Statement of Change of Registered Office or Registered Agent, or Both, to be filed with your office, along with a check in the amount of \$70.00 made payable to the Secretary of State. Please return a file stamped copy to our office in the enclosed postage prepaid envelope.

Thank you for your assistance in this matter.

Sincerely yours,
LAW OFFICE OF JERALD R. PITKIN, P.A.



Jerald R. Pitkin

JRP:alj
Enclosures
cc: Gulfcoast Hydroseeding, Inc.

FILED
97 MAY 19 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A. Chang

VFW 5-28-97

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH**

Pursuant to the provisions of Section 607.0502, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is:

GULFCOAST HYDROSEEDING, INC.

2. The name and address of the present registered agent and office:

Georgia A. Hiller, Esquire
Porter, Wright, Morris & Arthur
4501 Tamiami Trail North, Suite 400
Naples, Florida 34103

3. The name and address of the successor registered agent and office:

William E. Hunter
10881 Helm Court
Naples, Florida 34109

The address of its registered agent and the address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors.

SIGNATURE William E. Hunter
William E. Hunter, President

DATE: May 12, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.

SIGNATURE William E. Hunter
William E. Hunter, registered agent

DATE 12 May 1997

FILED
97 MAY 19 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA