

October 22, 1997

P96000069879

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-10/31/97--01012--005
*****70.00 *****70.00

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Amendment to the Articles of Corporation of
TROPICAL-CARE LAWN MAINTENANCE INC.

Also find enclosed a check made payable to the Secretary of State in the amount of \$35.00, the fee for an
amendment. Your assistance is greatly appreciated.

Respectfully,

Jeffrey B. McCarty

Jeffrey B. McCarty
2999 Windswept Dr., #11-104
Lantana, FL 33462

Amend.
11-5-97
cc

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 31 AM 10:54

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TROPICAL-CARE LAWN MAINTENANCE INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: Article IV, Registered Agent: Name and address of Registered Agent of the corporation is hereby changed to:

JEFFREY B. MCCARTY
2999 Windswept Dr., 11-104
Lantana, FL 33462

Article VI, Officers: Name and address of officers of the corporation is hereby changed to:

JEFFREY B. MCCARTY
2999 Windswept Dr., 11-104
Lantana, FL 33462

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows: N/A

THIRD: The date of each amendment's adoption: October 22, 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 31 AM 10:54

FOURTH: Adoption of Amendment:

____. The amendment was adopted by the incorporators without shareholder action and shareholder action was not required.

____. The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

X. The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

____. The amendment was approved by the shareholders through voting groups.

The number of votes cast for the amendment was sufficient for approval by Donnie L. McCarty and Jeffrey B. McCarty

Signed this 22 day of Oct., 1997

BY: Donnie L. McCarty
Donnie L. McCarty - Secretary

BY: Jeffrey B. McCarty
Jeffrey B. McCarty - President

CERTIFICATE AND ACKNOWLEDGMENT
OF AMENDED REGISTERED AGENT
CERTIFICATE OF REGISTERED AGENT

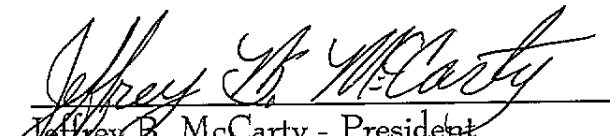
OF

TROPICAL-CARE LAWN MAINTENANCE INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with its
registered office as indicated in the Articles of Incorporation at 2999 Windswept Dr.,
#11-104, Lantana, FL 33462 has named Jeffrey B. McCarty located at the aforesaid
address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated
corporation at the place designated in this certificate, and being familiar with the
obligations of that position, I hereby accept to act in this capacity, and agree to comply
with the provisions of Florida Law in keeping open said office.


Jeffrey B. McCarty - President
2999 Windswept Dr., #11-104
Lantana, FL 33462