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Account Number : I19980000102

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BASIC AMENDMENT

MOONFLOWERS, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 4, 2000

MOONFLOWERS, INC. 3995 N.W. 4TH COURT DEERFIELD BEACH, FL 33442

SUBJECT: MOONFLOWERS, INC.

REF: P97000037698

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Should section first state ARTICLE V: INCORPORATORS instead of INCORPORATIONS????

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell Corporate Specialist FAX Aud. #: H00000000385 Letter Number: 300A00000364 H00000000385 5

ARTICLES OF AMENDMENT

to

Articles of Incorporation

of

Moonflowers, Inc.
(Name of Corporation)



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

FIRST

AMENDMENT(S) ADOPTED
(Indicate article number(s) being amended, added or deleted)

ARTICLE V: Incorporators

SECOND

Name of Officers/Directors		A	Additions/Changes to Officers and Directors				
Manie of Chin	CI M EFIT CONSTS		No Change	Addition	Delcted		
Title	Vice President				図		
Name Address	Matthew W. Shepherd 3995 N.W. 4th Court	• .	1				
City/St/Zip	Deerfield Beach, FL 33442						
Title	President		×				
Name Address City/St/Zip	Ronald L. Shepherd 3995 N.W. 4 th Court Deerfield Beach, FL 33442						

H000	000000385 5	•					
Name of Officers/Directors		Additions/Change					
		No Change					
Title	• • • • • • • • • • • • • • • • • • • •		X				
Name	- - - - - - - - - -						
Addr	ress 3995 N.W. 4 th Court /St/Zip Deerfield Beach, FL 33442						
City	poerman mach, 22 John						
THIRD The date of each amendment's adoption is: 12/20/1999. (date)							
FOURTH ADOPTION OF AMENDMENT(s) (check one)							
×	` '						
24	The amendment(s) was/were adopted by the Incorporators or Board of Directors without						
shareholder action and shareholder action was not required.							
	The amendment(s) was/were approved by the sharehole amendment(s) was/were sufficient for approval.		mber of	votes cast for the			
	The amendment(s) was/were approved by the shareho	olders throug	h voting	groups.			

[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]

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The number of votes cast for the amendment(s) was/were sufficient for approval by

Board of Directors. (voting group)

Signed this 21 day of

day of Decem

Signature:

(By the Chairman or Vice Chairman) of the Board of Directors,
President or other officer if adopted by the shareholders a
Director or Incorporator if adopted by the directors or incorporators)

Ronald L. Shepherd (Type or print name)

Director/President /Incorporator (Title)

(Date)

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Moonflowers, Inc. SPECIAL MEETING OF THE BOARD OF DIRECTORS

A special meeting of the Board of Directors of Moonflowers, Inc. was held on December 20, 1999. Present at this meeting was Ronald L. Shepherd, Officer, Director and Incorporator of the Corporation. At this meeting it was unanimously agreed that Matthew W. Shepherd would surrender all of his ownership interest in Moonflowers, Inc. in consideration for being held harmless from any and all liabilities, past, present and future.

As well it was unanimously agreed that Jay Colwell will hold an ownership interest of 45% in Moonflowers, Inc.

1421/1999 Date
13/34/99