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FILED
97 OCT 31 PM 3:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

October 28, 1997

Division of Corporations
PO Box 32314
Tallahassee, FL 32314

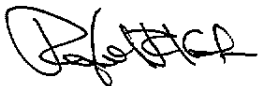
Ladies/Gentlemen:

Enclosed is an amendment changing the name of CITRUS PARK HORSE FARMS, INC. to
CITRUS PARK FARMS, INC.

A check for \$35.00 is also enclosed for filing.

Please send confirmation of the amendment to the above address.

Sincerely,



Rexford R. Koch, CPA

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-10/31/97-01062-019
*****35.00 *****35.00

Enclosure(s): Amendment with check

N/C

VS NOV 4 1997

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CITRUS PARK HORSE FARMS, INC.**

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

FIRST: Amendment is adopted to change ARTICLE 1 – NAME.

Corporation name is changed from CITRUS PARK HORSE FARMS, INC.,
to CITRUS PARK FARMS, INC.

SECOND: The date of the amendment's adoption is October 9, 1997.

THIRD: Adoption of Amendment:

The amendment was approved by the shareholder(s). The number of
votes cast for the amendment was sufficient for approval.

Signed this 1 day of October, 1997

By: _____

Patricia E. Trost-Hein

Chairman of the Board of Directors