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April 13, 1998

Department of State
Division of Corporations
Post Office box 6327
Tallahassee, FL 32314

FILED
98 APR 15 AM 10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE; APOTHECARY BOTANICA, INC.

700002489197--3
-04/15/98--01033--006
*****35.00 *****35.00

Dear Sir:

Enclosed find Articles of Amendment along with check for filing fee of \$35.00.

Very truly yours,

JOSEPH F. McDERMOTT
ATTORNEY AT LAW

JFMCD:gg
Encl

Amend

VS APR 21 1998

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
APOTHECARY BOTANICA, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.181 of the Florida General Corporation Act, the undersigned Corporation restates the original Articles of Incorporation as filed and amended to date, if applicable, and adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of this Corporation is **APOTHECARY BOTANICA, INC.**
2. The following Amendment to the Articles of Incorporation was adopted by the Shareholders of the Corporation on the 1st day of April, 1998, in the manner prescribed by the Florida General Corporation Act.

ARTICLE III

Article III of the Articles of Incorporation of **APOTHECARY BOTANICA, INC.** is herewith revoked in its original form and is amended to read as follows:

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have at any time is 10,000 shares of \$1.00 par value of common voting stock. There shall be no other class of stock. The stock shall be paid for in lawful money of the United States, or in property, or in labor, services, technical knowledge and skill at a just valuation

at a meeting to be called for that purpose.

The foregoing Amendment was adopted by the Shareholders of this Corporation
on the 1st day of April, 1998.

ATTEST:

Harlan Crane
SECRETARY

Michelle Robertson
PRESIDENT
Michelle Robertson

SWORN TO and subscribed before me this the day of April, 1998.

Joseph F. McDermott
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:

