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ATTORNEYS AND COUNSELORS AT LAW

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June 2, 1998

VIA: U.S. MAIL

Florida Department of State
SECRETARY OF STATE
P.O. Box 6327
Tallahassee, FL 32314

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*****35.00 *****35.00

RE: CHANGE OF NAME OF HAPPY BLOOMERS, INC.

Dear Sir/Madam:

Enclosed please find: 1) Amendment to Articles of Incorporation and check for same.

Very truly yours,

HODKIN & OSTROW, P.A.

By:

Jeffrey M. Ostrow, on Behalf of the Firm

FILED
JUN -4 PM 2:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JMO/bz
Enclosure (Amendment and check)

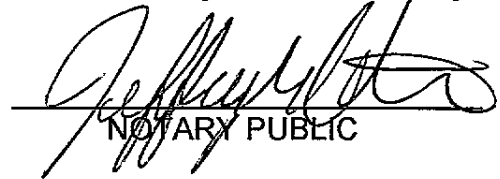
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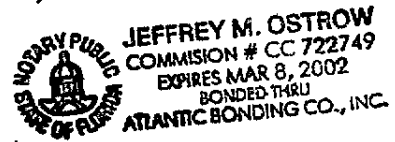
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF PALM BEACH)
SS:)

BEFORE ME, the undersigned authority appeared CARYN BLANK on behalf of HAPPY BLOOMERS, Inc., who is personally known to me and did sign and acknowledge these above articles of amendment.

My commission expires on: 3/08/02


NOTARY PUBLIC



JEFFREY M. OSTROW, Esq.
Florida Bar # 121452