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April 20, 1998

Florida Department of State Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Reference: P98000034795

SECRETARY OF STATE

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We made an error when filing the paper work for this corporation. The corporate name should have read AgriCare International, Inc.

I would like to know how we go about making this correction.

Thank you in advance for your help on this matter.

Sincerely,

Richard M Beaver

RMB:fes

V8 MAY 1 3 1998

NC

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION **OF**



AGRICARE, INC.

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(s) adopted: (indicate article number(s) being amended, added or deleted)

CHANGE CORPORATIONS NAME TO:

AGRICARE INTERNATIONAL, FINC.

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:

THIRD:	The date of each amendment's adoption: 4.30.98
FOURTE	: Adoption of Amendment(s) (CHECK ONE)
×	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 4th day of May, 19 98.
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Richard M. Beaver Typed or printed name
	Pres.