



THE UNITED STATES
CORPORATION
COMPANY

PP8000094687

ACCOUNT NO. : 072100000032

REFERENCE : 090813 4728359

AUTHORIZATION :

Patricia Piguet

COST LIMIT : \$ 43.75

ORDER DATE : January 7, 1999

ORDER TIME : 10:57 AM

ORDER NO. : 090813-010

200002733332--5

CUSTOMER NO: 4728359

CUSTOMER: Ms. Brenda Holland
Bush Ross Gardner Warren &
220 South Franklin Street

Tampa, FL 33602

DOMESTIC AMENDMENT FILING

NAME: DESCHLER AND ASSOCIATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

FILE SECOND

EXAMINER'S INITIALS:

See 48

FILED
99 JAN -7 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 7, 1999

CSC
TAMARA ODOM
TALLAHASSEE, FL

SUBJECT: DESCHLER & ASSOCIATES, INC.
Ref. Number: P98000094687

RESUBMIT

Please give original
submission date as file date.

*Please backdate
1-7-99*

We have received your document for DESCHLER & ASSOCIATES, INC. and the authorization to debit your account in the amount of \$43.75. However, the document has not been filed and is being returned for the following:

The current name of the entity is as referenced above. Please correct your document accordingly.

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) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 899A00000824

RECEIVED
99 JAN -8 PM 3:58
DIVISION OF CORPORATION

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
DESCHLER & ASSOCIATES, INC.**

FILED
99 JAN -7 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, Douglas P. Deschler, as President and Secretary of Deschler Associates, Inc., a Florida corporation (the "Corporation"), for and on behalf of the Corporation, hereby files the Corporation's Articles of Amendment to its Articles of Incorporation pursuant to a written action taken by holders of record of all issued and outstanding shares of the Corporation's single class of capital stock, and states that the number of such shares represented by those holders voting in favor of such amendment of the Corporation's Articles of Incorporation was sufficient for their respective approval by the Corporation's shareholders:

1. -- The Articles of Incorporation of the Corporation are hereby amended to reflect that the Corporation has changed its name from Deschler & Associates, Inc. to National Plant Shippers, Inc.

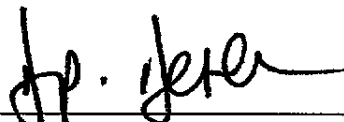
2. The foregoing amendment to the Corporation's Articles of Incorporation was duly adopted by written consent of the holder of all shares of the Corporation's issued and outstanding common voting stock, in accordance with the provisions of Section 607.0704, Florida Statutes, and, by operation of subsection (5) thereof, not in contravention of the requirements of §§607.1003 or .1006, Florida Statutes, the consent providing the required majority in interest authorization for the proposed action being dated and received on January 5, 1999.

3. These Articles of Amendment to the Corporation's Articles of Incorporation shall become effective at the time of their filing by the Florida Department of State.

IN WITNESS WHEREOF, the undersigned have executed these Articles on January 5 1999.

DESCHLER & ASSOCIATES, INC.

By: _____


Douglas P. Deschler,
President and Secretary