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BASIC AMENDMENT

HAPPY BUNCH FLOWERS, INC.

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PAGE 1 (PRINTED PAGE 1) 1
p1 /1

PAGE 02/04



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 14, 2001

HAPPY BUNCH FLOWERS, INC.
11320 S.W. 186 ST.
MIAMI, FL 33157

SUBJECT: HAPPY BUNCH FLOWERS, INC.
REF: P99000054509

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H01000016822
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 13, 2001

HAPPY BUNCH FLOWERS, INC.
11320 S.W. 186 ST.
MIAMI, FL 33157

SUBJECT: HAPPY BUNCH FLOWERS, INC.
REF: P99000054509

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

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) 487-6880.

Karen Gibson
Corporate Specialist

FAX Aud. #: H01000016822
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
HAPPY BUNCH FLOWERS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Statutes, the undersigned corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is: Happy Bunch Flowers, Inc.
2. The Articles of Incorporation are hereby amended by deleting Article I in its entirety and substituting therefor the following:

ARTICLE I

The name of the corporation is: Kendall Florist, Inc.


3. The foregoing Amendment was adopted by vote of the Directors on February 9, 2001, in the manner prescribed by the Articles of Incorporation of the Corporation and by Section 607.1006 of the Florida Statutes, and the number of votes cast was sufficient for approval thereof. The Amendment was adopted without shareholder action which was not required.

9 IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this day of February, 2001.

HAPPY BUNCH FLOWERS, INC.

(Corporate Seal)

By:


Marcos Silveira,
Director

Audit No. H01000016822 8