293714

CAPITAL CONNECTION, INC.
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

M. E. Stephens III, Inc.

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____ Art of Inc. File____________
____ LTD Partnership File____________
____ Foreign Corp. File____________
____ L.C. File____________
____ Fictitious Name File____________
____ Trade/Service Mark____________
____ Merger File____________
✓ Art. of Amend. File Cert.
____ RA Resignation____________
____ Dissolution / Withdrawal____________
____ Annual Report / Reinstatement____________
✓ Cert. Copy____________
____ Photo Copy____________
____ Certificate of Good Standing____________
____ Certificate of Status____________
____ Certificate of Fictitious Name____________
____ Corp Record Search____________
____ Officer Search____________
____ Fictitious Search____________
____ Fictitious Owner Search____________
____ Vehicle Search____________
____ Driving Record____________
____ UCC 1 or 3 File____________
____ UCC 11 Search____________
____ UCC 11 Retrieval____________
____ Courier____________

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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DIVISION OF CORPORATIONS
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Signature ____________________

Requested by:
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ARTICLES OF AMENDMENT TO

ARTICLES OF INCORPORATION OF

M. E. STEPHENS III, INC.

We, the undersigned, being the president and secretary of M. E. STEPHENS III, INC., a corporation organized and existing under and by virtue of the general corporation laws of the State of Florida,

DO HEREBY CERTIFY:

FIRST: That Article I of the articles of incorporation are amended to read:

"ARTICLE I

The name of the corporation shall be:

"M. E. STEPHENS & SONS FRUIT COMPANY, INC."

SECOND: The above amendments were duly adopted by a sufficient number of the shareholders of the sole class of outstanding common stock of the corporation required for approval at a special meeting held July 15, 1998, and became effective at 10:00 a.m. on that day.

IN WITNESS WHEREOF we have signed this certificate this 15th day of July, 1998.

(SEAL)

M. E. Stephens III, President

Attest:

M. E. Stephens III, Secretary

CONSENT TO ACTION OF THE

BOARD OF DIRECTORS

M. E. STEPHENS III, INC.

The undersigned, being the directors of M. E. STEPHENS III, Inc., pursuant to Florida Statute 607.0821, consents to the adoption of the following resolutions without meeting:

RESOLVED, that the Board of Directors of the corporation recommends that the shareholders amend Article I of the articles of incorporation of this corporation to read:

"ARTICLE I

The name of the corporation shall be:

M. E. STEPHENS & SONS FRUIT COMPANY, INC."

RESOLVED FURTHER, that the secretary of corporation is hereby directed to give written notice of a special meeting of the shareholders of the corporation for the purpose of voting on the proposed amendments to the articles of incorporation as set forth in the foregoing resolution.

RESOLVED FURTHER, that if the proposed amendment is adopted by the shareholders, the president and the secretary of the corporation are hereby authorized and directed on behalf of the corporation to file a certificate of amendments of the company's articles of incorporation with the Secretary of State as required by law.

WITNESS my hand and seal this 25th day of July, 1998.

(SEAL)

M. E. Stephens III
Director & Secretary

ATTEST:

M. E. Stephens III, Director