

**CORPORATE
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INC.**

A95000001106

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Amendment

1.) Esformes Ranch Properties Ltd.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
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7.) _____
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(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS _____

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12/24/97

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**CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP OF
ESFORMES RANCH PROPERTIES LTD.**

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Pursuant to the provisions of Section 620.109, Florida Statutes, ESFORMES RANCH PROPERTIES LTD., a Florida limited partnership, whose certificate was filed with the Florida Department of State on July 20, 1995, adopts the following Certificate of Amendment to its Certificate of Limited Partnership:

FIRST: Paragraph 3 of the Certificate of Limited Partnership is deleted and is replaced in its entirety as follows:

3. Agent for Service of Process. The name and address of the Limited Partnership's agent for service of process in Florida is:

Esformes Holdings, Corp.
503 10th Street West
Palmetto, Florida 34221

SECOND: Paragraph 4 of the Certificate of Limited Partnership is deleted and is replaced in its entirety as follows:

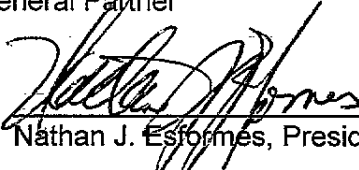
4. General Partner. The name and business address of the sole general partner in the Limited Partnership is as follows:

<u>Name</u>	<u>Address</u>
Esformes Holdings, Corp.	503 10th Street West Palmetto, Florida 34221

THIRD: This Certificate of Amendment shall be effective at the time of its filing with
the Florida Department of State.

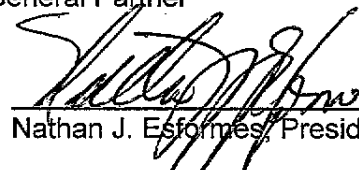
TRIPLE E PRODUCE CORP., a Delaware corporation
Old General Partner

By:


Nathan J. Esformes, President

ESFORMES HOLDINGS, CORP., a Florida Corporation
New General Partner

By:


Nathan J. Esformes, President

ACCEPTANCE AS REGISTERED AGENT

The undersigned accepts the appointment as registered agent, agrees to act in this capacity and agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and I am familiar with and accept the obligations of its position as registered agent.

ESFORMES HOLDINGS, CORP.

By:


Nathan J. Esformes, President