

H69525

12/26/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

9:44 AM

((H96000017997 3))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: RUDEN, MCCLOSKY, SMITH, SCHUSTER & RUSSELL,
CONTACT: ANNE MARIE LA PERLA
PHONE: (954)527-6221

ACCT#: 076077000521

FAX #: (954)764-4996

NAME: PREMIER FOOD BROKERS, INC.

AUDIT NUMBER.....H96000017997

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....1

PAGES..... 3

DEL.METHOD.. FAX

EST.CHARGE.. \$87.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Alt-Z FOR HELP* VT102

* FDX * 9600 E71 * LOG CLOSED * PRT OFF * 9600

RECEIVED

96 DEC 26 AM 10:42

DIVISION OF CORPORATIONS

*Carpanno, msc
Linda*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 DEC 26 AM 11:51

FILED

K96000017997

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
PREMIER FOOD BROKERS, INC.**

FILED
96 DEC 26 AM 11: 51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following provision of the Articles of Incorporation of PREMIER FOOD BROKERS, INC., a Florida corporation ("Corporation"), filed with the Department of State on August 2, 1985, as amended, Charter Number H69525, is hereby amended as shown below:

Article III of the Articles of Incorporation of this Corporation is amended to read in its entirety as follows:

ARTICLE III

The total authorized capital stock of this Corporation shall consist of One Hundred (100) shares of Class A Voting Common Stock, par value \$.01 per share, and Thirty Thousand (30,000) shares of Class B Non-Voting Common Stock, par value \$.01 per share. The holders of Class A Voting Common Stock shall be entitled to vote on all matters submitted to a vote of shareholders of the Corporation and shall be entitled to one vote per share of Class A Voting Common Stock then outstanding and of record in his, her or its name on the books of the Corporation. The holders of Class B Non-Voting Common Stock shall not be entitled to vote on any matters submitted to a vote of shareholders of the Corporation except as required under the Florida Business Corporation Act. In all other respects, the Class A Voting Common Stock and Class B Non-Voting Common Stock shall have equal rights with respect to all distributions and rights upon the liquidation of the Corporation.

The foregoing amendment was adopted by a Corporate Action by all of the shareholders and all the Directors of this Corporation, as of December 23, 1996.

K96000017997

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

FTL 29892911

896000017997

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment as of December 23, 1996.

PREMIER FOOD BROKERS, INC.

By: *Thomas L. Schreiber*
Thomas L. Schreiber, President

Prepared by:

Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

896000017997

www.rudenmcclosky.com