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(Requestor's Name)

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(City/State/Zip/Phone #)

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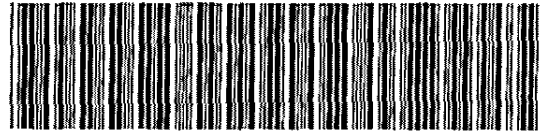
(Business Entity Name)

(Document Number)

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April 30, 2004

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Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

ATTN: Amendment Section

To Whom It May Concern:

This letter is written as a request for the filing of two Statement of Change of Registered Office for Registered Agent or Both for Limited Liability Company forms:

1. WITHROW FOODS, L.L.C. - Document # L0200005808
2. TRUFAS Y VINO, L.L.C. - Document # L02000032335

Both limited liability companies will be changing their registered agents from:

Lori Ellen Ward, Esq.
Matthews & Hawkins, P.A.
4475 Legendary Drive
Destin, FL 32541

to the new registered agent and/or office:

Jerome A. Zivan, Esq.
4540 Highway 20 East
Niceville, FL 32578

Enclosed is also a check in the amount of \$50.00 to cover the costs incurred in filing these State of Changes. Thank you for your help. If you should have any questions regarding this request please do not hesitate to call me at 850/897-6430 ext. 11.

Sincerely,



Helene R. Harris
Assistant to Jerome A. Zivan, Esq.

Enclosure

FILED
2004 APR 30 PM 11:05
TALLAHASSEE, FLORIDA

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR LIMITED LIABILITY COMPANY

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

- 1. The name of the limited liability company is: WITHROW FOODS, L.L.C.
2. The mailing address of the limited liability company is: 5005 Lake Fjord Pass Marietta, GA, 30068-1641
3. Date of filing/registration in Florida: March 11, 2002
4. Document number: L02000005808

5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

Lori Ellen Ward, Esq. Name
Matthews & Hawkins, P.A. 607 Highway 98 East Address
Destin, Florida 32541 City, State and Zip

6. The name and address of the new registered agent and/or office:

Jerome A. Zivan Name
4540 Hwy 20 East Florida street address (P.O. Box NOT acceptable)
Niceville FL 32578 City, State and Zip

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
APR 29 11:06

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.

(Signature of a member or authorized representative of a member)
PAT WITHROW
(Printed or typed name of signer)

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.
Jerome A. Zivan
(Organizer or Registered Agent)