

P94000012004

FLORIDA CRYSTALS CORPORATION

316 ROYAL POINCIANA PLAZA
PALM BEACH, FLORIDA 33480

TELEPHONE 561-655-6303

FAX 561-659-3206

May 12, 1998

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

VIA FEDERAL EXPRESS

RE: Florida Crystals, Inc., a Florida corporation
Florida Crystals Corporation, a Delaware corporation

100002529211--0
-05/19/98--01033--019
*****87.50 *****87.50

Dear Sir or Madam:

Enclosed are the following documents for filing:

- Articles of Amendment to Articles of Incorporation (the "Amendment") for Florida Crystals, Inc., a Florida corporation.
- Application by Foreign Corporation for Authorization to Transact Business in Florida along with a certified copy of the Amended and Restated Certificate of Incorporation from the Office of the Secretary of State of the State of Delaware, dated April 23, 1998 (the "Application") for Florida Crystals Corporation, a Delaware corporation.

FILED
98 MAY 13 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The filing of the Amendment for Florida Crystals, Inc. to change its name will make the name of Florida Crystals Corporation available for filing an Application.

Also, enclosed are the following checks:

- Check number 13641 in the amount of \$87.50 for payment of the filing for Articles of Amendment (\$35.00) and the certified copy fee of the same (\$52.50)
- Check number 2441 in the amount of \$70.00 for payment of the filing fee of the Application (\$35.00) and Registered Agent Fee (\$35.00).

Please return to me a certified copy of the filed Amendment using the enclosed duplicate original. Also, please return to me an acknowledgment of the filing of the Application by placing your "FILED" stamp on the enclosed copy of the Application. I have enclosed a self-addressed return envelope for your convenience.

Thank you for your anticipated cooperation in this matter. If you have any questions, please call me.

Sincerely,

Steven B. Hannan
Steven B. Hannan
Legal Assistant

VS MAY 20 1998 N/C
VS

RECEIVED
98 MAY 13 AM 11:08
DIVISION OF CORPORATIONS

cc: José F. Valdivia, Jr.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FLORIDA CRYSTALS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is Florida Crystals, Inc. (the "Corporation").

ARTICLE II

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

"ARTICLE I - NAME

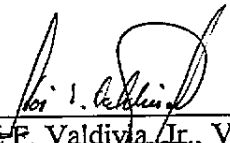
The name of the Corporation is Florida Sugar Distributors, Inc., (hereinafter called the "Corporation")."

ARTICLE III

This amendment to the Articles of Incorporation was duly adopted pursuant to Section 607.1003 of the Florida Business Corporation Act by the unanimous consent of the Board of Directors and the holder of all the issued and outstanding shares of the Common Stock of the Corporation as of the 22nd day of April 1998.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to Articles of Incorporation to be executed on this 22nd day of April 1998.

Florida Crystals, Inc., a Florida corporation

By: 
José F. Valdivia Jr., Vice President
and Secretary