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FLORIDA OFFICE

17071 WEST DIXIE HIGHWAY
NORTH MIAMI BEACH, FLORIDA 33160
TELEPHONE: 305-945-1851
FACSIMILE: 305-947-6488

JOHN R. BARRETT, J.D. (OF COUNSEL)
(MEMBER: FLORIDA & VIRGINIA BARS)

WILLIAM L. ROGERS, J.D.
(MEMBER: FLORIDA BAR)

VIRGINIA OFFICE

977 SEMINOLE TRAIL, SUITE 222
CHARLOTTESVILLE, VIRGINIA 22901
TELEPHONE: 804-977-6000
FACSIMILE: 804-977-6005

April 28, 2000

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*****35.00*****35.00

Florida Department Of State
Division Of Corporations
Amendment Section
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles Of Amendment To Articles Of Incorporation Of
Francy Baby Food Center II, Corp.

Gentlemen:

Enclosed please find the original and a copy of the Articles Of Amendment to Articles Of
Incorporation of Francy Baby Food Center II, Corp.

Please stamp and return the extra copy. We have enclosed a self-addressed stamped envelope
for your convenience.

Thank you for your assistance in this matter.

*Amend
5-16-00
WLR*

Very truly yours,

BARRETT, ROGERS & ASSOCIATES

W L Rogers / j

William L. Rogers, Esquire
For the Firm

FILED
00 MAY -3 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WLR/j

Enclosures

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FRANCY BABY FOOD CENTER II, CORP.
(present name)

FILED
00 MAY -3 PM 3: 37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article VI

Article VI is amended to show the address of the principal office of this corporation in the state of Florida to be:

**4151 North West 135th Street
Opa-Locka, Florida 33054**

Article VI

Further, the Registered Agent of this corporation is to be:

**William L. Rogers, Esquire
17071 West Dixie Highway
North Miami Beach, Florida 33160**

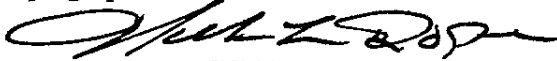
Article VIII

Article VIII is amended to show the President of this corporation to be:

Magdalena Perez, President

Article XII

Article XII is amended to acknowledge having been named as Registered Agent and to accept service of process for the above stated corporation, at place designated in this certification, I hereby accept to act in the capacity, and agree to comply with the provisions of said act relative to keeping open said office.



William L. Rogers, Esquire

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows: **None**

THIRD: The date of each amendment's adoption: **Article VI-03/21/00; Article VIII-04/10/00; Article XII-03/21/00.**

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups,
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

“The number of votes cast for the amendment(s) was/were sufficient
for approval by _____”
voting group

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 28 day of April, 2000.

Signature Magdalena Perez President
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders). **Magdalena Perez, President**

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Title