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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. GUTIERREZ GROCERY INC. (Corporation Name) (Document #)
2. (Corporation Name) (Document #) amend
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

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99 SEP 17 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
X	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials: [illegible] 9/17/99

CR2E031(9/92)

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GUTIERREZ GROCERY INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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 VIII: To remove Jorge M Gutierrez as Director, and to appoint Ivette Vale.

ARTICLE IX: To remove Jorge M. Gutierrez as President and to appoint Mariano N. Gutierrez, 7440 S.W. 136 St. Miami,Fl. 33155. and to appoint Ivette Vale as Secretary/Treasurer, 7440 SW 136 St. Miami, Fl. 33155.

ARTICLE XII: To remove Jorge M. Gutierrez as Registered Agent and to appoint Mariano N. Gutierrez, 1044 W. 23 St. Hialeah,Fl. 33010

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:

THIRD: The date of each amendment's adoption: 9-15-99.

FOURTH: Adoption of Amendment(s) (check one)

[X] 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 15 day of September, 19 99.

Signature X
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Jorge M. Gutierrez.

Typed or printed name

President.

Title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

X

9-15-99

DATE