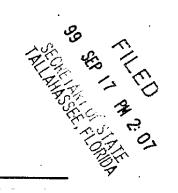
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ARTICLES OF AMENDMENT

TO ARTICLES OF INCORPORATION

OF



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, F1. 33155. and to appoint Ivette Vale as Secretary/Treasurer, 7440 SW 136 St. Miami, F1. 33155.

ARTICLE XII: To remove Jorge M. Gutierrez as Registered Agent and to appoint Mariano N. Gutierrez, 1044 W. 23 St. Hialeah, F1. 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:

'HURD: The date of each amendment's adoption: 9-15-99	· · · · · · · · · · · · · · · · · · ·
FOURTH: Adoption of Amendment(s) (check one)	
The amendment(s) was/were approved by the shareholders. The number of vot cast for the amendment(s) was/were sufficient for approval.	es
The amendment(s) was/were approved by the shareholders through voting group	ps.
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 fo	r
(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 shareholde action and shareholder action was not required.	er .
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.	
Tide	
HAVING BEEN NAMED AS STORES	
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE DESIGNATE IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGITED AGENT AND AGREE TO ACT IN THIS CAPACITY.	SD IS-
X. Tut	
9–15–99	
DATE	

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