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Harvey R. Klein
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December 27, 2000

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

RE: Equiflor Farms, Inc.

Gentlemen:

Please file the enclosed Articles of Amendment and send the acknowledgement to me in care of this office. Enclosed is check in the sum of \$35.00 representing your filing fee.

Thank you for your assistance.

Very truly yours,


H. RANDOLPH KLEIN

FILED
01 JAN -4 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HRK/kp
enc.

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**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
EQUIFLOR FARMS, INC.**

At a duly constituted meeting attended by all of the shareholders of EQUIFLOR FARMS, INC., a Florida corporation, (there being no directors) held on December 21, 2000, the following Amendment to its Articles of Incorporation was unanimously adopted:

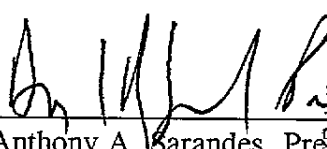
ARTICLE I. - NAME

The name of this corporation is:

THE RIO ROSE MARKET, INC.

DATED this 28 day of December, 2000.


EQUIFLOR FARMS, INC.

By: 
Anthony A. Sarandes, President

FILED
01 JAN -4 AM 11:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 28 day of December, 2000, by Anthony A. Sarandes, President of EQUIFLOR FARMS, INC., a Florida corporation, who is personally known to me or who produced _____ as identification.


Notary Public, State of Florida
My Commission Expires: