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August 13, 1997

Our File No. 6601003
CERTIFIED MAIL-RRR

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

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-08/20/97--01003--001
*****87.50 *****87.50

Re: **KIRBY FOODS, INC.**
a Florida corporation

Dear Sir:

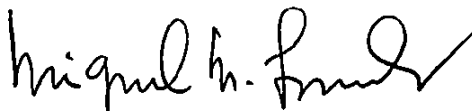
I am enclosing one original and one copy of the Articles of Amendment to the Articles of Incorporation, of the above-referenced corporation. Please file the original with the Division and provide a Certified Copy of this filing to the undersigned at your earliest convenience.

Also enclosed is our check in the amount of \$87.50 representing your filing fees as follows:

Filing fees	35.00
Certified Copy	<u>52.50</u>
	\$87.50
	==

Thank you for your prompt attention to this matter.

Sincerely yours,



Miguel M. Gonzalez

Enclosures

FILED
97 AUG 20 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

See 8/24

n/c Amend

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
KIRBY FOODS, Inc

FILED
97 AUG 20 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The Articles of Incorporation of KIRBY FOODS INC, a Florida corporation, filed in Tallahassee on May 5, 1961, be and they hereby are amended in the following particulars:

Article I, be and is hereby amended to read as follows:

The name of the corporation shall be RUIZ AND OLIVA ENTERPRISES, INC.

Its business shall be carried on at Miami, County of Dade, Florida, and at such other places or points in the State of Florida, and in the United States and foreign countries as may from time to time be authorized by the Board of Directors. Its principal office shall be at Miami, Florida.

The foregoing Amendment was adopted by the Stockholders and Directors of this Corporation on the 8th day of July, 1997.

SECOND: The number of votes cast for the Amendment by the Stockholders was sufficient for approval.


IN WITNESS WHEREOF, the undersigned Director and President, and Secretary of this Corporation have executed these Articles of Amendment this 10th day of July, 1997.

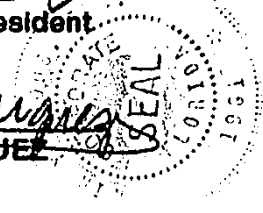
KIRBY FOODS INC,
a Florida corporation

By


ALFONSO F. RUIZ
Director and President

By


JOSE M. MARQUEZ
Secretary



STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 10th day of July, 1997, by ALFONSO F. RUIZ, Director and President, and JOSE M. MARQUEZ, Secretary, of KIRBY FOODS INC, a Florida corporation, respectively, on behalf of this Corporation. They are personally known to me.


NOTARY PUBLIC STATE OF FLORIDA

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OFFICIAL NOTARY SEAL
MARTA E PEREZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC397046
MY COMMISSION EXP. OCT. 13, 1998