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January 3, 2000

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Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: ARTICLES OF AMENDMENT - FAMILY MEAT, INC.,

a Florida corporation

Dear Sir or Madam:

You will please find enclosed the following in connection with the above-captioned corporation:

Original Articles of Amendment.

Check in the sum of \$35.00 payable to Secretary of State representing the filing fee for the Articles of Amendment.

Please file the Articles of Amendment and send us a stamped copy.

If you have any questions please feel free to contact this office. \overline{z}

Very truly yours,

Magda Ors, Secretary to JOSEPH M. WEHBY, ESQUIRE

/mo Encls.

CERTIFIED MAIL NO.: Z 280 297 215

SECRETARY OF STATE PINISION OF CAPPERS AT THE PROPERTY OF STATE OF

amend 1-13-2000

ARTICLES OF AMENDMENT

00 JAN - 6 PM 3: 28

The Articles of Incorporation of FAMILY MEAT, INC., a Florida corporation held a Special Directors/Shareholders' Meeting on December 23,1999. All shares of the corporation are common voting stock. All of the Directors and the Shareholders of the corporation unanimously voted to adopt the following amendment creating the following new Articles:

ARTICLE XII. PREEMPTIVE RIGHTS

The corporation has issued one hundred (100) of an authorized one thousand (1,000) shares. No additional shares may be issued without the unanimous written approval of all shareholders. If a new issue of shares is approved all shareholders have the right of first refusal for the acquisition of the newly issued shares equal to the ratio of the number of shares owned by each shareholder at the time any new issue is approved.

ARTICLE XIII. RESTRICTION ON TRANSFER

The transfer of shares of the corporation is restricted by a Shareholder Agreement.

Dated this 23 day of December, 1999.

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	VYCTOR TORRES Director/Shareholder X Minus Finance ANTONIA RIVERA, Director/Shareholder
STATE OF FLORIDA) : SS COUNTY OF MIAMI-DADE)	
The foregoing Article acknowledged before me by VIC personally known to me	s or no)
WITNESS my hand and offi aforesaid this 334 day of]	cial seal in the State and County last December, 1999.
My Commission Expires:	Notary Public
My Commission Number:	(PRINT or TYPE NAME OF NOTARY)

OFFICIAL NOTARY SEAL
JOSEPH M WEHBY
COMMISSION NUMBER
C C 785548
MY COMMISSION EXPIRES

NOV.