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(((H10000133238 3)))



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To:

Division of Corporations

Fax Number

: (850)617-638D

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 Phone : (305) 634-3694 Fax Number : (305)633-9696

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address:

COR AMND/RESTATE/CORRECT OR O/D RESIGN

MEREX FOOD CORP.

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PAGE 01/05

EMPIRE CORP KIT

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(E)

COVER LETTER

| TO: Amendment Section Division of Corporation | as |
|---|---|
| SUBJECT: | MEREX FOOD CORP |
| | Name of Corporation |
| DOCUMENT NUMBER: | F9200000508 |
| The enclosed Amendment and | fee are submitted for filing. |
| Please return all correspondence | e concerning this matter to the following: |
| ALBERTO | |
| Name of Cont | act Person |
| GUZMAN & GL | |
| Firm/Co | прапу |
| 9130 S. DADELAND | BLVD, STE 1600 |
| Addre | |
| MIAMI, FL | _ 33156 |
| City/State and | |
| _ | |
| aguzman@guzr | manandguzman.com |
| E-man address; (so be deed to | or future annual report notification) |
| For further information concern | ning this matter, please call: |
| Alberto Guzman | |
| Name of Contact Persor | Area Code & Daytime Telephone Number |
| Enclosed is a check for the following | owing amount: |
| | 2.75 Filing Fee & S43.75 Filing Fee & Certified Copy (Additional copy is enclosed) S52.50 Filing Fee, Certified of Status & Certified Copy (Additional copy is enclosed) |
| Mailing Address: Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 | Street Address: Amendment Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassec, FL 32301 |
| | H10000133238 |

PROFIT CORPORATION APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I (1-3 MUST BE COMPLETED)

| | | 2000000508 | | |
|-----------------------------|--|--|---|------------------------|
| | (Ducument num | ber of corporation (i | (known) | |
| 1. | MERE | X FOOD COP | ₹ | |
| | (Name of corporation as it appear | ars on the records of | the Department of State) | 19: 5 |
| 2 | DELAWARE | 3 | 12/7/1992 Date authorized to do business in Florida) | 10H-8 |
| | (Incorporated under laws of) | (1 | Date authorized to do Dusiness in Florida) | ထဲ |
| | | | | PH |
| | | ECTION II | | ぶ |
| | (4-7 COMPLETE ONI | LY THE APPLICAB | LE CHANGES) | 9 |
| 4. If the | amendment changes the name of the corpora | ition. When was t | ie change effected under the laws o | f |
| | risdiction of incorporation? 6111: | 2010 | | |
| _ | CDA | 44004 0000 | | |
|). Nam | ne of corporation after the amendment, adding | AGRI, CORP | on " "company " or "incorporated | II Or |
| | w name is unavailable in Florida, enter altern ness in Florida) | ate corporate nam | ie adopted for the purpose of transa | cting |
| б. lf the | amendment changes the period of duration, | indicate new perio | od of duration. | |
| | (1 | New duration) | | |
| 7. If the | amendment changes the jurisdiction of incor | poration, indicate | new jurisdiction. | |
| | (N | ew jurisdiction) | | |
| 8. Attaci 90 da havin | hed is a certificate or document of similar im ys prior to delivery of the application to the I g custody of corporate records in the jurisdic | port, evidencing to Department of Station under the lay | the amendment, authenticated not make, by the Secretary of State or others of which it is incorporated. | ore than crofficial |
| × | 2/4, | | | |
| * **** | (Signature of a director, president or other officer - i of a receiver or other court appointed fiduciary, by | f in the hands that fiduciary) | | |
| | DAVID BLUMBERG | | PRESIDENT | |
| | (Typed or printed name of person signing) | <u> </u> | (Title of person signing) | |

9696889908 88:21 0102/80/90

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMBNDMENT OF "MEREX FOOD CORP.", CHANGING ITS NAME FROM "MEREX FOOD CORP." TO "SPM AGRI, CORF", FILED IN THIS OFFICE ON THE FIRST DAY OF JUNE, A.D. 2010, AT 11:18 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

0905918 8100

100615703

You may werify this commissions online at corp. delaway, gov/sublever. shtml

AUTHENTY CATION: 8028250

DATE: 06-01-10

06/08/2010 12:38 302633668

State of Delevare

Secretary of State

Division of Corporations

Delivered 11:18 AM 06/01/2010

STIED 11:18 AM 06/01/2010

SRV 100615703 - 0905918 FILE

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| STATE OF DELAWARE |
|--|
| CERTIFICATE OF AMENDMENT |
| OF CERTIFICATE OF INCORPORATION |
| |
| The corporation organized and existing under and by virtue of the General |
| Corporation Law of the State of Delaware does hereby certify: |
| FIRST: That at a meeting of the Board of Directors of MEREX FOOD CORP |
| resolutions were duly adopted senting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows: |
| RESOLVED, that the Certificate of Incorporation of this corporation be amended |
| by changing the Article thereof numbered " 1 " so that, as |
| amended, said Article shall be and read as follows: |
| |
| SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment. THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware. |
| IN WITNESS WHEREOF, said corporation has caused this certificate to be |
| signed this25day of |
| and the second s |
| By: x -21/67 |
| Authorized Officer Title: PRESIDE OT |
| Name: Dovid Blumberg Print or Type |
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| 11000 = 10= |

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