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March 7, 2002

H30676

FILED
2002 MAY -7 PM 3:07
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

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-05/08/02-01002-001
*****43.75 *****43.75

RE: C & W Food Service, Inc.
Document Number H30676

Dear Sir or Madam:

Enclosed for filing are Articles of Amendment to Articles of Incorporation of C & W Food Service, Inc. (original and one copy). Please prepare a certified copy of the Amendment. Enclosed is our check for \$43.75. Please call Chris Vause at 425-5446 when the certified copy is ready to be picked-up.

Thank you for your assistance.

RECEIVED
02 MAY -7 PM 2:37
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Sincerely,



Chris Vause
Secretary to John E. Brenneis

/cv
Enclosures

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C. Coulliette MAY 07 2002

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
C & W FOOD SERVICE, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. Article III of the Articles of Incorporation as subsequently amended is amended to read:

ARTICLE III - STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock with a par value of \$1.00 per share. The class of common stock shall be composed of 50,000 shares of voting stock and 50,000 shares of non-voting stock. The right to vote in the management and affairs of this corporation is vested solely in the voting common stock except for such voting rights as are reserved for non-voting common stock by law. The common stock, both voting and non-voting, except as to rights to vote, shall in all other respects have identical rights. The shareholders of common stock shall not have preemptive rights to acquire unissued or treasury shares of the corporation except for such preemptive rights as are provided by written agreement by and among such shareholders. All of such shares shall be fully paid and non-assessable.

2. Pursuant to Sections 607.1003, 607.1004, and 607.1006, Florida Statutes, and in accordance with the Articles of Incorporation of the Corporation, by unanimous vote the Shareholders holding shares of the Corporation's common stock authorized and consented in writing on March 1, 2002, to the filing of these Articles of Amendment to Articles of Incorporation, as amended February 19, 1987, September 28, 1989, and March 21, 1995. The unanimous vote of Shareholders was sufficient for approval.

Signed this 1ST day of March, 2002.

C & W FOOD SERVICES, INC.

By: Roger C. Champion
Roger C. Champion
Its President