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Acknowledgment

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FLORIDA DEPARTMENT OF Katherine Harris Secretary of State

July 16, 2002

EMPIRE

SUBJECT: TERRA FOODS LLC Ref. Number: L00000007620

We have received your document for TERRA FOODS LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the addresses of the members on the amendment.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley Document Specialist

Letter Number: 002A00043787

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SECRETARY OF STATE

ALL ARASSES ET OBTO

DO DOV 6227 Tollohassee Florida 32314

ARTICLES OF AMENDMENT TO ARTICLES OF Organization OF TERRA FOODS LLC

Document No.: _00000001620

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:

FIRST: Amendment adopted:

ARTICLE V - MANAGEMENT

This will be a member managed company. The name of each member is:

Baires Group Enterprises, Inc. 10295 Collins Ave. Apt 1511 Miami, Fl 33154 Hector Emede 954 Normandy Drive, Miami Beach, Fl 33141 Victor Stinfale 1775 BIARRIZ DRIVE, Miami Beach, Fl 33141 Julio Bertoni 10295 Collins Avenue, Apt 1511, MIAMI, Fl 33154 Cloud 9 Consulting, LLC 650 West Ave, Suite 700, Mia Beach, Fl 33139

SECOND: The date of each amendment's adoption is July 9, 2002.

THIRD: The amendments were approved by the members. The number of votes cast for the amendments were sufficient for approval.

Signed this 9th day of July, 2002.

Signature:

JULIO BERTONI, President

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