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(Requestor's Name)

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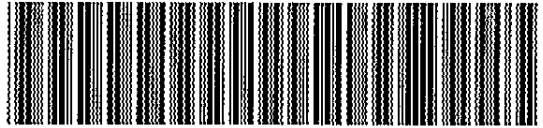
(Business Entity Name)

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Shirley J. Smith
TALLAHASSEE, FLORIDA

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LAW OFFICES
GLASSBERG & GLASSBERG, P.A.

13615 SOUTH DIXIE HIGHWAY
#114-514
MIAMI, FLORIDA 33176

DAVID M. GLASSBERG
LORI H. GLASSBERG

(305) 669-9535
FAX (305) 255-9969

July 25, 2003

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

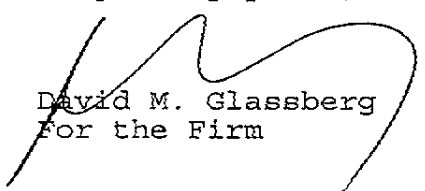
RE: LEFRUIT, LLC

Gentlemen:

Enclosed please find two (2) copies of the Articles of Amendment of LEFRUIT, LLC. Also, enclosed please find our check in the amount of thirty-five (\$35.00) dollars made payable to the Secretary of State for filing fees of the above-mentioned amendment.

Should you have any questions with regard to the enclosed, please do not hesitate to contact the undersigned at (305) 669-9535.

Very truly yours,


David M. Glassberg
For the Firm

DMG/bal

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
OF
LEFRUIT, LLC

Pursuant to Florida Statutes, the following is submitted:

1. The name of this Limited Liability Company is:

LEFRUIT, LLC

2. The Limited Liability Company's Articles of Organization is amended by striking all of Article I and inserting in place thereof the following:

The name of the Limited Liability Company is: LEFRUIT USA, LLC

3. The foregoing amendment was adopted by a unanimous vote of the members of the Board of Directors present at the Board of Directors Meeting, pursuant to Florida Statutes, on the 25th day of July, 2003.

4. The foregoing amendment was adopted by a unanimous vote of the Members present at the Special Meeting of Members and Board of Directors, pursuant to Florida Statutes, on the 25th day of July, 2003.


5. There are no other Members or Directors entitled to vote on this amendment.

SECRET
TALLAHASSEE, FLORIDA

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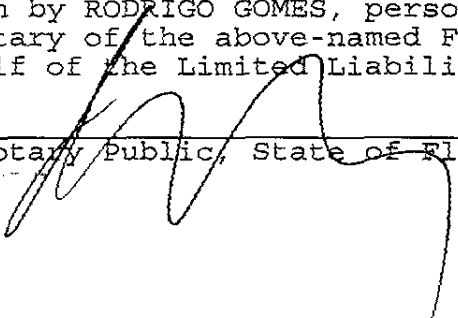
IN WITNESS WHEREOF, the undersigned President and Secretary of this Limited Liability Company has executed these Articles of Amendment this 25th day of July, 2003.


RODRIGO GOMES, President and Secretary

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me the day and year last above written by RODRIGO GOMES, personally known by me, as President and Secretary of the above-named Florida Limited Liability Company, on behalf of the Limited Liability Company.

My Commission expires:


Notary Public, State of Florida

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TALLAHASSEE, FLORIDA

