8/05/98

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FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

FAX #: (305)541-3770

PHONE: (305)541-3694

NAME: MARIOS MARKET II, INC.

AUDIT NUMBER.....H98000014482
DOC TYPE......BASIC AMENDMENT

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PAGES..... 2

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 5, 1998

MARIOS MARKET II, INC. 1130 WEST ATLANTIC AVENUE C/O DOMINGO CUEVAS DELRAY BEACH, FL 33444

SUBJECT: MARIOS MARKET II, INC.

REF: L18267

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

Is the date of adoption 6/30/91 or 6/30/97 ?? Please clarify.

Adopted 1991

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) 487-6906.

Darlene Connell Corporate Specialist FAX Aud. #: H98000014482 Letter Number: 498A00040922



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 6, 1998

MARIOS MARKET II, INC. 1130 WEST ATLANTIC AVENUE C/O DOMINGO CUEVAS DELRAY BEACH, FL 33444

SUBJECT: MARIOS MARKET II, INC.

REF: L18267

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

SHOULD THE DATE OF ADOPTION BE **06/30/91** OR **06/30/97** ????????????????????????????? THE NAME OF THE CORPORATION SHOULD BE MARIOS MARKET II, INC.

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) 487-6906.

Darlene Connell Corporate Specialist

FAX Aud. #: H98000014482 Letter Number: 498A00041037

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ARTICLES OF AMENDMENT TO

ARTICLES OF INCORPORATION

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

TONX CUEVAS HAS been elected FIRST: Amendment(s) adopted: PRESIDENT, SECRETARY AND ONLY STOCK Holder of the SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows: THIRD: The date of each amendment's adoption: 6-30-9 FOURTH: Adoption of Amendment(s) (check one) The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and the shareholder action was not required. The amendment(s) was/were approved by the shareholders. The number of votes east for the amendment(s) was/were sufficient for approval. The amendment(s) was/were approved by the shareholders through voting groups. [The following statement must be separately provided for each voting group emisted to vote separately on the amendment(s). The number of votes cast for the amendment(s) was/were sufficient for approval Ву (voting group)

president or other officer if adopted by the share holders) (a director of incorporator if adopted by the directors or incorporators)

JOSE NAE 3899 NW 7TH STREET SUITE 203 MIAMI, FL 33126 (305) 541-3980

(chairman or vice-chairman of the board of directors.

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