

L 98612

Florida Department of State
Division of Corporations
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Fax Number : (850) 922-4000

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

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TALLAHASSEE, FLORIDA

BASIC AMENDMENT

JEM 8020 CORPORATION

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Certificate of Status	0
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Amendment
12-29-98

DC

Florida Department of State
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Certificate of Status	0
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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 28, 1998

JEM 8020 CORPORATION
8020-A NW 60TH ST.
MIAMI, FL 33166

SUBJECT: JEM 8020 CORPORATION
REF: L98612

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Darlene Connell
Corporate Specialist

FAX Aud. #: H98000024134
Letter Number: 198A00060634

498000024134

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
JEM 8020 CORPORATION

FILED
68 DEC 28 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Edmund J. Croteau and Marcel Croteau, as President and Director, respectively, of JEM 8020 Corporation (the "Corporation"), hereby certify that on December 28, 1998, all of the shareholders of Class A Common Capital Stock and all of the Directors of the Corporation approved and adopted the following amendment to the Corporation's Articles of Incorporation:

Article IV shall be and is hereby replaced in its entirety by the following:

ARTICLE IV

Section 1. The maximum number of shares which the Corporation shall have authority to issue shall be 12,000 shares of common capital stock, divided into two classes, the designation and par values of each such class being, as follows:

A) 1,500 shares of Class A Common Capital Stock, having a par value of \$1.00 per share and an aggregate par value of \$1,500.00.

B) 10,500 shares of Class B Non-Voting Capital Stock, having a par value of \$1.00 per share and an aggregate par value of \$10,500.00.

Section 2. All of said shares of both classes shall have equal preferences, limitations and relative rights, except that the Class B Non-Voting Capital Stock shall have no voting rights whatsoever, either individually or as a class.

Prepared by:
Jack B. Gerber, Esq.
9400 South Dadeland Boulevard - Penthouse Five
Miami, Florida 33156-7852
Florida Bar No. 330401

(305) 670-3070

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TOTAL P.04.

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Edmond J. Croteau and Marcel Croteau, as President and Director respectively of the Corporation further state that the number of votes cast for said Amendment by each voting group was sufficient for approval by that voting group.

IN WITNESS WHEREOF, EDMOND J. CROTEAU and MARCEL CROTEAU have executed this Certificate the day 28th of December, 1998.

(Corporate Seal)

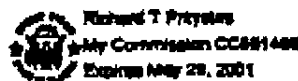
Edmond J. Croteau
EDMOND J. CROTEAU,
President

Marcel Croteau
MARCEL CROTEAU
Director

State of Florida)
) ss.
County of Dade)

The foregoing instrument was acknowledged before me, a notary public, this 28 day of December, 1998, by Edmond J. Croteau, President of Spiegel Meats, Inc., a Florida corporation, and by Marcel Croteau, Director of Spiegel Meats, Inc., a Florida Corporation, on behalf of the corporation. Each of them was personally known to me or presented the following as identification: _____ as to Edmond J. Croteau; _____ as to Marcel Croteau.

NOTARY Public Richard T. Prystas
Print Name: Richard Prystas



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