

**L99000000 1034**  
GREENSPOON MARDER HIRSCHFELD RAFFIN ROSS & BERGER  
PROFESSIONAL ASSOCIATION

William Berger<sup>1</sup>  
Robby H. Birnbaum<sup>2</sup>  
Gregory J. Blodig  
Amanda Chapman  
Richard W. Epstein  
Richard H. Gaines  
N. Dwayne Gray, Jr.  
Gerald Greenspoon  
Neal W. Hirschfeld<sup>3</sup>  
Cynthia J. Hoover<sup>4</sup>  
Robert Jackson  
Victor S. Kline  
David R. Lenox  
Scott D. Levine

Edmund O. Loos III  
Leonard Lubart  
Michael E. Marder  
Seth A. Marmor<sup>1</sup>  
Gregory M. Nordt  
Glen Raffin<sup>1</sup>  
Michael S. Ross<sup>1</sup>  
Joseph G. Santoro  
Dana S. Schwartz  
Marc E. Schwartz<sup>4</sup>  
Sally H. Seltzer  
Kenneth J. Sobel  
Frank A. Utset

SouthTrust Bank Building • Suite 1100  
135 West Central Boulevard  
Orlando, Florida 32801  
(407) 425-6559  
Fax (407) 422-6583  
FL WATS (888) 491-1120  
Web Site: [www.greenspoonmarder.com](http://www.greenspoonmarder.com)

Fort Lauderdale Office

Trade Centre South • Suite 700  
100 West Cypress Creek Road  
Fort Lauderdale, Florida 33309  
(954) 491-1120 • Fax (954) 771-9264

Reply to: Orlando

July 13, 2000

State of Florida  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

VIA FEDERAL EXPRESS

300003323023--3  
-07/14/00--01046--004  
\*\*\*\*\*50.00 \*\*\*\*\*25.00

Re: Amendments to Articles of Organization  
Name Change for TFT Supermarkets I, L.L.C. and TFT Supermarkets II, L.L.C.  
Our File No. 5584.0001

Dear Ladies/Gentlemen:

Enclosed for filing are the Amendments to Articles of Organization for TFT Supermarkets I, L.L.C. and TFT Supermarkets II, L.L.C., along with a check in the amount of \$50.00, representing the \$25.00 filing fee for each amendment. Once the documents have been filed, please return conformed copies to me in the enclosed return Federal Express envelope.

Thank you for your assistance with this matter. We look forward to hearing from you.

Very truly yours,

GREENSPOON, MARDER, HIRSCHFELD, RAFFIN,  
ROSS & BERGER, P.A.

*Debra Hanley*

Debra A. Hanley, Paralegal to N. Dwayne Gray, Jr.  
For the Firm

:dah  
Enclosures

c: Marla Fredeman (w/o enclosures)  
N. Dwayne Gray, Jr., Esquire (w/o enclosures)

G:\NDG\5584\0001\SOS 07132000.doc

FILED  
00 JUL 14 PM 1:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF  
TFT SUPERMARKETS II, L.L.C.**

**FIRST:** The date of filing the Articles of Organization was February 24, 1999, with (a) Articles of Amendment filed on April 27, 1999, changing its name from SAL Management II, L.L.C. to TFT Supermarkets II, L.L.C., and (b) Articles of Amendment filed on December 27, 1999, changing its Manager to Gilardi Management Services, L.L.C.

**SECOND:** The following amendment to the Articles of Organization was adopted by the limited liability company for the purpose of changing its name:

**ARTICLE 1 - Name:**

The name of the liability company is **Harvest Basket Foods II, L.L.C.**

**THIRD:** The following amendment to the Articles of Organization was adopted by the limited liability company for the purpose of clarifying the manager's name:

**ARTICLE V - Management**

The Limited Liability Company is to be managed by a Manager and the name and the address of the manager is:

Gilardi Management Services, LLC  
2531 Tiller Lane  
Columbus, OH 43231

DATED this 11<sup>th</sup> day of July, 2000.

**GILARDI MANAGEMENT SERVICES, LLC**  
an Ohio limited liability company

By: John L. Schlater  
John L. Schlater, Manager

FILED  
JUL 14 PM 1:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA