

MB4060005168

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

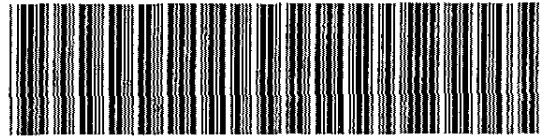
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04 DEC 22 AM 7:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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04 DEC 22 PM 2:45

DEPT. OF REVENUE
DIVISION OF REVENUE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 098880 4323941

AUTHORIZATION : *Patricia Pizuto*

COST LIMIT : \$ 25.00

FILED
04 DEC 22 AM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 21, 2004

ORDER TIME : 2:04 PM

ORDER NO. : 098880-030

CUSTOMER NO: 4323941

CUSTOMER: Deanna Blizzard
Roll International Corporation
10th Floor
11444 West Olympic Blvd.
Los Angeles, CA 90064

FOREIGN FILINGS

NAME: SOUTH PACIFIC ACQUISITION
HOLDINGS LLC

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT# 2935

EXAMINER: _____

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

FILED
06 DEC 22 AM 7:52
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

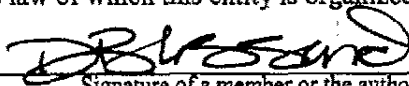
1. Name of limited liability company as it appears on the records of the Florida Department of State: South Pacific Acquisition Holdings Company LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: November 30, 2004

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 11/24/04
5. New name of the limited liability company: Fiji Water Company Holdings LLC
6. If the amendment changes the period of duration, indicate new period of duration:

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: _____
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.


Signature of a member or the authorized
representative of a member

Deanna Blizzard
Typed or printed name of signee

Filing Fee: \$25.00

Delaware

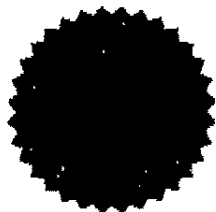
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE SAID "SOUTH PACIFIC ACQUISITION HOLDINGS LLC" FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "FIJI WATER HOLDINGS LLC", ON THE TWENTY-FOURTH DAY OF NOVEMBER, A.D. 2004, AT 6:34 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THE SAID "FIJI WATER HOLDINGS LLC" FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "FIJI WATER COMPANY HOLDINGS LLC", ON THE EIGHTH DAY OF DECEMBER, A.D. 2004, AT 9:40 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FIJI WATER COMPANY HOLDINGS LLC", IS THE LAST KNOWN TITLE OF RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3851641 8321

AUTHENTICATION: 3570907

040931528

DATE: 12-22-04