

M50008

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FALCON FARMS, INC.

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**ARTICLES OF AMENDMENT BY BOARD OF DIRECTORS
ESTABLISHING SERIES OF SHARES**

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned corporation hereby submits the following information relating to the adoption by the board of directors of a series of shares, including the rights and preferences of such shares.

1. The name of the corporation is Falcon Farms, Inc. M50008
2. The amendment establishing and designating the series, and fixing and determining the relative rights and preferences thereof is as follows:

This corporation is authorized to establish and issue six thousand (6121) shares of preferred stock at the value of \$1,000.00 per share. Said shares shall be entitled to receive an annual cumulative dividend which shall begin to accrue on April 1, 2002, in the amount of prime plus 2.5% of its stated value and contain a right of redemption at any time at a price of \$1,000.00 per share together with the amount, if any, of cumulative dividends outstanding as of the date of redemption. Said stock shall have no preference rights and no voting rights except as otherwise required by law.

3. This amendment was adopted by the Board of Directors on April 1, 2001.

Dated:

5/29/02

5/25/02.

FALCON FARMS, INC.

By:

Jairo Rengifo,
President/Director/Shareholder

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 29th day of May, 2002,
by Jairo Rengifo who is personally known to me to be the person who executed the

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foregoing Articles of Amendment as President of the corporation, and he acknowledged before me that he executed such instrument on behalf of the corporation.

WITNESS my hand and official seal, at the County and State aforesaid, on
May 29, 2002.



John C. Lukacs
MY COMMISSION # 60635017 EXPIRES
August 23, 2005
BONDED THROUGH FARM INSURANCE, INC.

John C. Lukacs

Signature of Notary Public

John C. Lukacs

Type or Print Name of Notary Public
above this line.

Place Notary Seal and Commission
expiration stamp above this line.

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