

M94887



ACCOUNT NO. : 072100000032  
REFERENCE : 241001 98106A  
AUTHORIZATION : *Patricia Pujol*  
COST LIMIT : \$ 35.00

FILED  
99 MAY 14 PM 3:54  
TALLAHASSEE, FLORIDA

ORDER DATE : May 14, 1999

ORDER TIME : 1:10 PM

ORDER NO. : 241001-005

400002876074--8

CUSTOMER NO: 98106A

CUSTOMER: Robert A. Heekin, Esq.  
Robert A. Heekin, Esq.  
4347-7 University Boulevard, S

Jacksonville, FL 32216

DOMESTIC AMENDMENT FILING

NAME: APPLING FARMS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Mimi Stephens

EXAMINER'S INITIALS: CC

RECEIVED  
99 MAY 14 PM 2:30  
TALLAHASSEE, FLORIDA  
DEPT. OF REVENUE  
DIVISION OF CORPORATIONS

G. COULLETTE MAY 17 1999

ARTICLES OF AMENDMENT OF  
APPLING FARMS, INC.

THESE ARTICLES OF AMENDMENT have been adopted by the directors and shareholders of APPLING FARMS, INC., a Florida corporation (the "Company").

NAME

The name of the Company is APPLING FARMS, INC.

AMENDMENT

Section 4.1 of the Articles of Incorporation of the Company is hereby amended in its entirety to read as follows:

4.1 Authorized Capital. This corporation shall have only one class of capital stock, being common stock, \$.01 par value per share, with a total of one thousand (1,000) shares authorized. The common stock shall consist of two series, one being designated "voting series," with five hundred (500) shares authorized, and the other being designated "nonvoting series," with five hundred (500) shares authorized. Except as otherwise provided by law, the holders of the voting series common stock shall have exclusive voting rights and powers, including the exclusive right to notice of shareholders' meetings, and the holders of the nonvoting series common stock shall have no right to vote nor to receive notice of shareholders' meetings, except to the extent required by law. Notwithstanding their differences in voting rights, each share of common stock, whether of the voting series or the nonvoting series, shall have identical rights to distribution and liquidation proceeds.


EXCHANGE OF SHARES

Each share of the Company's common stock outstanding on the date these Articles of Amendment are adopted shall be exchanged for one share of the Company's voting series common stock plus two shares of the Company's nonvoting series common stock.

DATE AND MANNER OF ADOPTION

The foregoing amendment was adopted on May 12, 1999 by unanimous written consent of the directors and shareholders of the Company pursuant to Sections 607.0821 and 607.0704, Florida Statutes.

IN WITNESS WHEREOF these Articles of Amendment have been executed as of the 12th day of May, 1999.



Calvin H. Hudson  
President

FILED  
99 MAY 14 PM 3:54  
TALLAHASSEE, FLORIDA