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INC.

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1.) PAT Holdings, LLC m99-1257
(CORPORATE NAME & DOCUMENT #)

2.)
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3.)
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SPECIAL INSTRUCTIONS

SECRETARY OF STATE
TALLAHASSEE FLORIDA

NOV 1 - AON 66

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DIVISION OF CORPORATIONS
STATE

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN 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: PAI HOLDINGS, LLC
2. Jurisdiction of its organization: DELAWARE
3. Date authorized to do business in Florida: August 10, 1999

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? Sept. 13, 1999
5. New name of the limited liability company: PASCO BEVERAGE GROUP, LLC
6. If the amendment changes the period of duration, indicate new period of duration: N/A
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: N/A
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: N/A
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.

VITALITY BEVERAGES, INC., Sole Member

By: K. S. Johnson

Signature of a member or the authorized
representative of a member

Kimberly S. Johnson

Treasurer

Typed or printed name of signee

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State of Delaware
Office of the Secretary of State

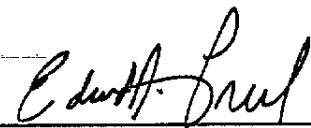
PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "PAI HOLDINGS, LLC", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "PASCO BEVERAGE GROUP, LLC", THE THIRTIETH DAY OF SEPTEMBER, A.D. 1999, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA




Edward J. Freel, Secretary of State

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AUTHENTICATION:

991461074

DATE:

10-29-99