

P00000041772

December 21, 2000

Secretary of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

RE: COPELIA FOODS CORPORATION

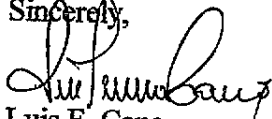
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-12/26/00--01031-016
*****35.00 *****35.00

SUBJECT: Amendments to the Articles of Incorporation

Enclosed please find the original articles of amendments to the Articles of Incorporation, along with a check in the amount of \$35.00.

This represents the cost of the filing fees for the amendments of the above named corporation.

Sincerely,


Luis F. Cano
President

FILED
00 DEC 26 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAILING ADDRESS OF CORPORATION
15721 SW 137th Ave., Unit #104
Miami, Florida 33177

PHONE: (305) 233-6624

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388
Amends
12-26-00
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
COPELIA FOODS CORPORATION.**

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

**Article VI
Address**

The principal address of this corporation in the State of Florida has changed to:

15721 SW 137th AVE., UNIT #104, MIAMI, FLORIDA 33177

**Article VIII
Board of Directors**

The name, address and shares of stock of the board of directors have changed. The changes are as follows:

**LUIS F. CANO
15721 SW 137th AVE., UNIT #104
MIAMI, FLORIDA 33193
125 SHARES**

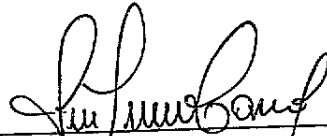
AND

**ALIMENTOS COPELIA LTDA
CRA. 44A NRO. 31-171
MEDELLIN, ANTIOQUIA 60393
375 SHARES**

These amendments to the articles of incorporation will be adopted on this 21st day of December 2000. The incorporator adopted the amendments and shareholder action was not required.

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00 DEC 26 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, The undersigned has executed these amendments to the Article of Incorporation this 21st day of December 2000.


Luis F. Cano, Incorporator

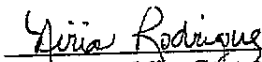
STATE OF FLORIDA)

COUNTY OF DADE)

Before me, a notary public, authorized to take acknowledgments in the state and county set forth above, personally appeared Luis F. Cano, known to me to be the person who executed the foregoing amendments to the articles of incorporation, and he acknowledged to me that he executed the same for the purposes therein stated.

Sworn to and subscribed in the state and county aforesaid, this 21st day of December 2000.

My commission expires:


Niria Rodriguez, Notary Public, State of Florida



NIRIA RODRIGUEZ
COMMISSION # CC 646620
EXPIRES MAY 12, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

00 DEC 26 PM : 23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED