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**BASIC AMENDMENT
FLORIDA SOUTH DISTRIBUTORS, INC.**

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AMENDMENTS TO THE ARTICLES OF INCORPORATION
OF
FLORIDA SOUTH DISTRIBUTORS, INC.

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TALLAHASSEE, FLORIDA

I, the undersigned, being the President / Director of Florida South Distributors, Inc., a Florida corporation, do hereby amend its Articles of Incorporation as follows:

OFFICERS & DIRECTORS OF THE CORPORATION

The Officers and Directors of the Corporation will be changed from:

Peter Enriquez
1177 NW 81st Street
Miami, FL 33150

President / Director

To

Carlos A Enriquez
1177 NW 81st Street
Miami, FL 33150

President / Director

The date of adoption is August 4, 2003

The number of votes cast for the amendment by shareholders' were sufficient for approval. In all other respects, the Articles of Incorporation shall remain unchanged.

The undersigned, being the President / Director of Florida South Distributors, Inc., a Florida corporation, acting pursuant to Section 607 of the Florida Statute, does hereby manifest his intention that the foregoing Articles of Amendment to Articles of Incorporation be Adopted according to its terms.


PRESIDENT / DIRECTOR