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FROM : UNITED ACCOUNTING SERVICES, INC FAX NO. : 305 278 2273

Dec. 19 2000 06:00PM P1

Division of Corporations

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Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

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Phone : (305)256-8197
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DIVISION OF CORPORATIONS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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BASIC AMENDMENT

CHICKEN, CHICKEN FOOD, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$43.75

Amend

S. PAYNE DEC 20 2000

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDMENT TO THE ARTICLES OF
INCORPORATION
OF
CHICKEN, CHICKEN FOOD, INC.**

BEFORE ME, the undersigned authority, this day personally appeared Luis A. Iragorri who first by me being duly sworn deposes and says:

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

First: Article VIII - Incorporation
The name and address of the Stockholders are:

Vasconia LLD
Luis F. Londono
4355 Foxtail Lane
Weston, FL 33331-3842
1224 Stocks

Disagro, Inc.
Luis A. Iragorri
4355 Foxtail Lane
Weston, FL 33331-3842
699 Stocks

Sepulveda - Iragorri, Inc.
Maria Consuelo Iragorri
4355 Foxtail Lane
Weston, FL 33331-3842
525 Stocks

Mercedes Torres
2402 Monaco Drive
Cedar Park, TX 78613
263 Stocks

United Coastal Investors, Inc.
Francisco Aguilar
4355 Foxtail Lane
Weston, FL 33331-3842
263 Stocks

Celutel Communication Inc.
615 Cascade Falls Drive
Weston, FL 33327
263 Stocks

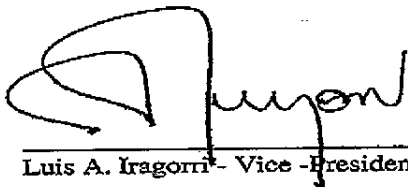
Alfonso Cardenas
11980 S. W. 99 Street
Miami, FL 33186
263 Stocks

Second: Article IV Capital Stock

The corporation is authorized to issue 3500 shares of \$ 100.00 par value common stock which shall be designated "Common Shares".

Third: The date of the change of officers shall be effective on the date filed on the Office of the Secretary of State, Division of Corporation, State of Florida. This adopted the 1st day of December, 2000.

Forth: The amendment was approved by the shareholders. The number of votes cast by the shareholders was sufficient for approval.


Luis A. Iragorri - Vice-President

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