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Account Name : EMPIRE CORPORATE KIT COMPANY

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BASIC AMENDMENT

RIKTONY PRODUCE INC.

Certificate of Status	0
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Page Count	03
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FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

August 29, 2002

RIKTONY PRODUCE INC 1353 NW 1ST STREET #5 MIAMI, FL 33125

SUBJECT: RIKTONY PRODUCE INC

REF: P01000032822

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

RIKTONY PRODUCE INC (present name)

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

Amendment (s) adopted: (indicate article number(s) being amended, added FIRST: or deleted)

ARTICLE VII, Will be amended as follows:

The board of Directors of the Corporation will be amended to:

MARILYN MORALES

President/Vice-President

5771 SW 5 street Miami, Florida. 33144 (305) 269-8195

TRINIDAD FUENTES 1856 N. Rishmond Street Chicago, IL 60647

Secretary

ARTICLE VII, Will be amended as follows:

The shareholders shall be amended as follows:

SHAREHOLDERS

% OF SHARES

MARILYN MORALES

67%

5771 SW 5 street Miami, Florida 33144

305-269-8195

TRINIDAD FUENTES 1856 N. Rishmond Street 33%

Chicago, IL 60647

PO1000037822

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SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows: The date of each amendment's adoption: 08-29-2002 THIRD: FOURTH: Adoption of Amendment(s) (check one) X_ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment (s) was/were sufficient for approval. The amendment(s) was/were adopted approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s): "The number of votes cast for the amendment(s) was/were sufficient for approval by (voting group) _ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. Signed this 29th day of August, 2002 Signature (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) (By a director if adopted by the directors) (By an incorporator if adopted by the incorporators)

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