## PO1200049588

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September 17, 2001

## VIA FEDERAL EXPRESS

ATTORNEYS AT LAW

Secretary of State
State of Florida
Division of Corporations – Amendment Section
409 East Gaines Street
Tallahassee, FL 32399

Re: PALM FOOD, INC.

40004597034--6 -09/18/01--01047--011 \*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir or Madam:

Enclosed for filing please find original Articles of Amendment for the referenced corporation, along with our check in the amount of \$35.00 for the filing fee. Please contact us if you have any questions or comments regarding this filing.

Thank you for your attention to this matter.

Sincerely,

BROAD AND CASSEL

Cynthia K. Sutherland, Paralegal

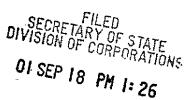
CKS:cks Enclosures

Cynthia Sutherland gave Authorization to delete "initial" & "initial" 9/26

Amend.

V SHEPARD SEP 2 7 2001

## ARTICLES OF AMENDMENT TO -ARTICLES OF INCORPORATION OF



PALM	FOOD,	INC.
	LOOD,	

(present name)

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:

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

ARTICLE VI. DIRECTORS is deleted in its entirety and replaced with the following:

"ARTICLE VI. DIRECTORS - This corporation shall have two (2) directors intially. The names and street addresses of the initial members of the Board of Directors are:

Mary Frankel 2511 South Dixie Highway West Palm Beach, FL 33401

Craig Miller
2511 South Dixie Highway
West Palm Beach, FL 33401."

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:

THIRD:	The date of each amendment's adoption: May 22, 2001		
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 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		
. [			
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
Signatu	Signed this 10th day of September 2001		
_	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the sharelolders) Craig Miller, President		
OR			
	(By a director if adopted by the directors)		
	OR		
	(By an incorporator if adopted by the incorporators)		
	Craig Miller		
	Typed or printed name		
	President		
	Title		