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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850)205-0380

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

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02 MAY 15 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

FRUTISIMA FOODS, CORP.

Certificate of Status	0
Certified Copy	0
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AMEND
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5/14/02 6:13 PM

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FRUTISIMA FOODS, CORP.

FILED
02 MAY 15 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.1006, FLORIDA STATUTES THIS CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FIRST: AMENDMENTS ADOPTED:

ARTICLE VII - DIRECTORS

THIS CORPORATION SHALL HAVE TWO DIRECTORS. THE NUMBERS OF DIRECTORS MAY BE INCREASED, OR DIMINISHED, FROM TIME TO TIME, BY BY-LAWS ADOPTED BY STOCKHOLDERS.

JULIO NEIRA
10730 NW 66 STREET APT 401
MIAMI, FLORIDA 33178

OLGA LUCIA NEIRA
10730 NW 66 STREET APT 401
MIAMI, FL 33178

ARTICLE VIII

BOARD MEMBERS

THE NAME AND TITLE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE STATE OF CORPORATE OFFICERS IS AS FOLLOWS:

NAME	TITLE
JULIO NEIRA	PRESIDENT
OLGA LUCIA NEIRA	VICE-PRESIDENTE
OLGA LUCIA NEIRA	SECRETARY
JULIO NEIRA	TREASURER

SECOND: THE AMENDMENT'S ADOPTION IS MAY 9, 2002.

THIRD: ADOPTION OF AMENDMENT

(X) THE AMENDMENTS WERE APPROVED BY THE STOCKHOLDERS. THE NUMBER OF VOTES CAST FOR AMENDMENTS WERE SUFFICIENT FOR APPROVAL.

SIGNED THIS 9 DAY OF MAY 2002.

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SIGNATURE _____

(By director).

OLGA LUCIA NEIRA
DIRECTOTOR - Officer
Title