June 19, 2002

Via Regular Mail

Division of Corporations Post Office Box 1300 Tallahassee, Florida 32302-1300 200006051372--6 -06/27/02--01003--005 *****35.00 *****35.00

Re: FOOD INVESTMENTS, INC.

Articles of Amendment to Articles of Incorporation

Reference: Mordechai-PB-15234

Dear Sir/Madam:

Enclosed please find the original Articles of Amendment to Articles of Incomporation for the above captioned corporation together with our check (#1695) in the sum of \$35.00 made payable to the State of Florida. Kindly file with the Secretary of State and provide us with confirmation of approval upon the Articles of Amendment for filed. Please fax this office a copy of the filed Articles (Fax Number: (561) 759 38965. Our toll free number is 1-800-435-7407. Please return filed documents via regular mail.

Thank you for your prompt attention to this matter and should you have any questions, please do not hesitate to call the office.

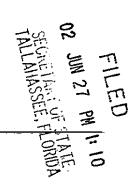
Very truly yours,

DEBORAH A. CARMAN

/mms encis FILE

POF-1/1/02

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



FOOD INVESTMENTS, INC.

(Present name)

P0100009982

(Document Number of Corporation (If known)

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:

<u>ARTICLE III - PURPOSE</u>: is hereby amended as follows: The name and address of the initial director of this corporation is: DAVID GELBARD, 574007 Arbor Club Way, Boca Raton, Florida 33433.

ARTICLE VIII - OFFICERS: is hereby amended as follows:

DAVID GELBARD

President/Vice President/Secretary/ Treasurer

ARTICLE X - : is hereby amended as follows: The address of the corporation shall be:

574007 Arbor Club Way, Boca Raton, Florida 33433.

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:

N/A

THIR	The date of each amendment's adoption: May 31, 2002	<u>_</u> .
FOUF	TH: Adoption of Amendment(s) (CHECK ONE)	
	The amendment(s) was/were approved by the shareholders. The number of cast for the amendment(s) was/were sufficient for approval.	votes
	The amendment(s) was/were approved by the shareholders through voting a the following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):	groups.
	"The number of votes cast for the amendment(s) was/were sufficien approval by	t for
	(Voting group)	<u>:</u>
XX	The amendment(s) was/were adopted by the board of directors without sharterion and shareholder action was not required.	reholder
	The amendment(s) was/were adopted by the incorporators without sharehol nd shareholder action was not required.	der action

Signed this day of May,
Signature (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
OR
(By a director if adopted by the directors)
OR
(By an incorporator if adopted by the incorporators)
Eyal Mordechai (Typed or printed Name
President/Director

Title