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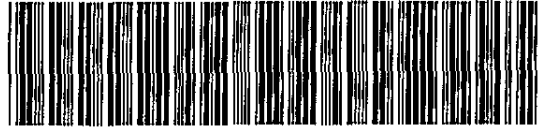
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Transmittal Letter

July 1, 2004

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Subject: Abaco Growers, Inc.
Document #P01000122265

Enclosed is an original and one (1) copy of the Articles of Amendment to Articles of Incorporation and a check for:

\$ 43.75 Filing Fee and Certified Copy

FROM: Deborah Kaicher Pastran, Esquire
333 NE Campbell Drive
Homestead, FL 330300

305-246-2122

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CLERK OF STATE
TALLAHASSEE, FLORIDA

**Articles of Amendment
To
Articles of Incorporation
Of
ABACO GROWERS, INC.**

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned Florida profit corporation adopts the following articles of amendment to its articles of incorporation.

AMENDMENTS ADOPTED:

Article III: Principal Office and Registered Agent

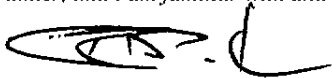
Article III shall change the principal office of the Corporation to:

164 NW 15th Street, Homestead, FL 33030

Article III shall change the Registered Agent to:

Raul E. Pastran, 333 NE 8th Street, Homestead, FL 33030

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Signature/Registered Agent

July 1, 2004

Date

Article VIII: Directors

Article VIII shall delete the following director:

Jason Bass, 28525 SW 202 Ave, Homestead, FL 33030

The date of the adoption of this amendment is 7-1, 2004.

The amendments were adopted by the Board of Directors without shareholder action and shareholder action was not required.

Signed this 1 day of JULY, 2004

Michael Finocchiaro
Signature of Director - Michael Finocchiaro