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04/25/03--01051--015 \*\*43.75

*Amend.*

V SHEPARD APR 29 2003

**Smith  
Smith, Moore  
&  
Smith**  
ATTORNEYS AT LAW, P.A.

Michael S. Smith  
Stephen A. Smith, P.A.  
Paul V. Smith  
G. Cline Moore

April 24, 2003

Corporate Records Bureau  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: WILLIE'S FOOD MART, INC.

Dear Sir or Madam:

Enclosed herewith for processing are the original and one copy of the proposed Articles of Amendment to Articles of Incorporation for the above referenced corporation, together with a check in the amount of \$43.75 to cover the necessary charges.

If further information or monies are required, please contact our office. We would appreciate your returning to this firm a copy of the Articles of Amendment.

Thank you for your assistance in this matter.

Sincerely,  
MICHAEL S. SMITH

By: Charlie Williams  
Lydia "Charlie" Williams  
Legal Assistant

/lcw  
Encls.

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
WILLIE'S FOOD MART, INC.

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Pursuant to the provisions of section 607, Florida Statutes, this corporation adopts the following articles of amendments to its articles of incorporation:

**First:** Amendments adopted:

**ARTICLE V. INITIAL OFFICERS / DIRECTORS**

The names and post office addresses of the Board of Directors, the President, Vice President and Secretary / Treasurer of the corporation, or until their successors in office shall have been elected and qualified, are:

**OFFICERS:**

WILLIE JOE BARNES  
105 S. Mays Street  
Perry, Florida 32348

PRESIDENT

IRENE B. BARNES  
105 S. Mays Street  
Perry, Florida 32348

SECRETARY/ TREASURER

**Second:** The date of the amendment's adoption:

**April 17, 2003**

**Third:** The Amendment was adopted by the Board of Directors on **April 17, 2003** and a sufficient number of shareholders voted for its approval.

Signed this 17th day of April, 2003.

Signature

*Willie Joe Barnes*  
Chairman, Board of Directors  
Willie's Food Mart, Inc.

WILLIE JOE BARNES

Typed Name