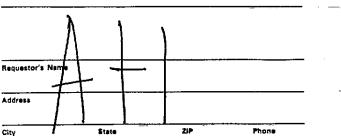
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MILANASSEE, FLORIDA

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CORPORATION(S) NAME

Pa	n American'	Produce, Inc.
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) Profit ) NonProfit	Amendment	( ) Merger 4
) Foreign	( ) Dissolution	€ 57 ( ) Mark
) Limited Partnership ) Reinstatement	( ) Annual Report ( ) Reservation	( ) Other ( ) Change of Registered Agent
) Certified Copy	( ) Photo Copies	( ) Certificate Under Seal
) Call When Ready ) Walk in (	( ) Call If Problem ( ) Will Wait	( ) After 4:30 Up ( ) Mail Out

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Examiner	
Updater	
Verifier	· · · · · · · · · · · · · · · · · · ·
Acknowledgment	
W.P. Verliser	

C. Coulliette UCT 2 1 2002

**Empire** Toll Free: 1-800-432-3028

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

다. B

OF	ECAPE SO CO
PAN AMERICAN PRODUCE, INC.	FILE
P02000040994	AM II: 2 OF STAT E. FLORU
(Document Number)	T P

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)

In Article V, Business Address, address is being changed to read as follows: 1382 N.E. 179 Street, North Miami Beach, FL 33162

In Article VI, Directors, the following name is being deleted: David M. Alvarez

In Article VI, Directors, the following name is being added: Juan Fernandez, President 1382 N.E. 179 Street, North Miami Beach, FL 33162

In Article VI, Directors, the following name and address is being amended to read as follows:

Osvaldo Castro, Vice-President 1382 N.E. 179 Street, North Miami Beach, FL 33162

**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:	OCTOBER 18, 2002

FOUR	RTH: Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
0	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 separrately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by"  voting group
X	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signat by the	Signed this 18th day of October 2002.  Signed this 18th day of October 2002.  (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopter shareholders)
	OR The second se
	(By a director if adopted by the directors)
	OR (By an incorporator if adopted by the incorporators)
	OSVALDO CASTRO  Typed or printed name
	DIRECTOR

Title