

Division of Corporations

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Florida Department of State

Division of Corporations

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BASIC AMENDMENT

FLORIDA FRESH FRUITS & PRODUCE INC.

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ARTICLES OF AMENDMENT


OF

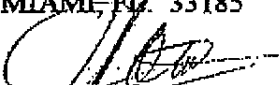
FLORIDA FRESH FRUITS & PRODUCE INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amended adopted: CHANGE OF ARTICLE NO. VI

The Board of Directors and Shareholders shall be composed by TWO (2) persons, whose names and addresses are:


ALICIA M. FERNANDEZ - PRESIDENT - 100 % SHAREHOLDER
15833 SW 43RD STREET
MIAMI, FL. 33185


RAUL SANTOS TORRENS - SECRETARY/TREASURER
9100 SW 19TH STREET
MIAMI, FL. 33165

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SECOND: The date of this amendment adoption shall be May 31ST, 2002. Resting Articles of Incorporation will remain unaltered.

THIRD: The amendment adopted was approved by the shareholder. The number of votes cast for this amendment was sufficient for approval.

Signed this May 31ST, 2002


ALICIA M. FERNANDEZ
PRESIDENT

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