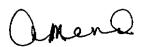
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(Requestor's Name)				
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SECRETARY OF STATE
SECRETARY OF STATE
TALLAHASSEE, FLORID

A3R 16/04



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

June 16, 2004

LAZARUS

TALLAHASSEE, FL

SUBJECT: FLAVOR STATION, INC.

Ref. Number: P02000070946

We have received your document for FLAVOR STATION, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The above listed entity was administratively dissolved or its certificate of authority was revoked for failure to file the 2003 annual report. The entity must be reinstated before this document can be filed.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette Document Specialist

Letter Number: 404A00040302

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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

FLAVOR STATION 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: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

Article VI- Principal place of business

Delete: 8145 NW 7th Street - Suite 210

Miami, FL 33126

Add: 1627 NE 163 Street

N Miami Beach, FL 33162

Article VIII - Registered Agent and Office

Delete: Jorge E. Martinez

8145 NW 7th Street - Suite 210

Miami, FL, 33126

Add: Juan C. Perez

401 NE 22nd Street, No.2

Miami, FL 33137

Article IX - Directors

Delete: Jorge E. Martinez, President/Vice-Secretary and Director

8145 NW 7th Street – Suite 210

Miami, FL, 33126

Add: Juan C. Perez, President

401 NE 22nd Street, No.2

Miami, FL 33137

Delete: Sonia M. Villarraga, Secretary and Vice-President

8445 NW 7th Street – Suite 210

Miami, FL 33126

	Article	X - Subscribers			
•		Jorge E. Martinez 8145 NW 7 th Street – Suite Miami, FL, 33126	210	100%	
		Juan C. Perez 401 NE 22 nd Street, No.2 Miami, FL 33137		100%	
	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 a	doption:	06/15/04	
FOURTH: Adoption of Amendment(s) (check one)					
	X The amendment(s) was/were approved by the shareholders. The numbers of votes cast of the amendments was/were sufficient for approval.				
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 separately on the amendment(s):				
	"The number of votes cast for the amendment(s) was/were sufficient for approval by" (voting group)				
(voting group)					
	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 was not required.				
Signed this 15 ^h day of June, 2004					
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)				OR	
				adopted by the incorporators)	
JORGE E. MARTINEZ					
				rinted Name	
			PRESIDE	NT tle	
			1.1		

CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

The name of the corporation is:	FLAVOR STATION INC				
The name and address of the registered agent and office is:					
<u>JUAN C. PEREZ</u>	(Name)				
401 NE 22 ST, #.2	(PO Box not accepted)				
MIAMI, FL 33137	(City, State, Zip)				
	Signature (Corporate Officer)				
	Title: PRESIDENT				
	Date: <u>JUNE 15, 2004</u>				
UAVING BEEN NAMED AS DE	CISTEDED ACENIT AND TO ACCEPT SERVICE				

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:

DATE: