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Florida Department of State
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BASIC AMENDMENT

ISLA SMOOTHIES, INC.

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Certificate of Status	0
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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

ISLA SMOOTHIES, INC.

(present name)

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)*

Article II -- To change Principal Place of Business/Mailing Address to:

251 Third Street
Neptune Beach, Florida 32266

Article V -- To change Officers/Directors address to:

Alejandro Juarez
1700 S. San Pablo Road Apt 801
Jacksonville, Florida 32224

Antonio Luna
1700 S. San Pablo Road Apt 801
Jacksonville, Florida 32224

Article V -- To change Registered Agent address to:

Alejandro Juarez
1700 S. San Pablo Road Apt 801
Jacksonville, Florida 32224

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendments itself, are as follows:

THIRD: The date of each amendment's adoption: July 14, 2003.

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FOURTH: Adoption of Amendment(s) (CHECK ONE)**X**

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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):

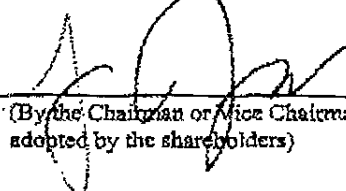
"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
Voting group

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.

Signed this 14th day of JULY, 2003

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)

Alejandro Juarez

Typed or printed name

President/Treasurer

Title