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To:

Division of Corporations

Fax Number : (850)205-0380

Prom:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number : 071001002335 Phone : (305)599-0839 Fax Number : (305)716-0346



BASIC AMENDMENT

SUNRISE LATIN BAKERY & DELI, INC.

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FIRST CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION OF SUNRISE LATIN BAKERY & DELI, INC.

All the stockholders of::SUNRISE LATIN BAKERY & DELI, INC. . A Florida Corporation under its corporate seal and the hand of its President, EDDIE W. VELEZ, hereby certify as follows:

CLAUSE I

That all the Shareholders of; LATIN BAKERY & DELI, INC., in response to a call and notice of meeting, held on November 11, 2002, located at 8243 Sunset Street, Sunrise, Fl. 33322, the place of the principal office and the Registered office, at which meeting all the shareholders were present, that a resolution was DE TON LE PA I. L. unanimously approved and adapted amending Article VII of the Articles of incorporation to read as follows:

FIRST:

ARTICLE VII DIRECTORS

The name and address of the new Board of Directors, will be as fallows:

NAME & TITLE	ADDRESS	SHARES
EDDIE W. VELEZ PRESIDENT	5630 N.W. 44 ST. C-104 Lauderhill, Fl. 33319	- 50%-
JOSEFINA ESTRELLA VICE-PRESIDENT SECRETARY	7920 NW 3 St. Bidg. 17 # 102 Pembroke Pines, Fl. 33321	- 50%-

H02000224677 3

IN WITNESS WHEREOF. The Corporation has caused this amendment to the Articles of Incorporation to be executed for it, and its name for its President, and attested by its Secretary both of whom have the full power and instructions and authority to do as, and its Corporate seal to be here unto affixed, on this day November 11, 2002 at Miami, Florida.

SUNRISE LATIN BAKERY & DELI, INC.

A Florida Corporation

EDDIE W. VELEZ PRESIDENT