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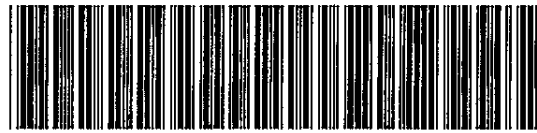
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FILED
MAY 16 2003
TALLAHASSEE, FLORIDA

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ADR

CONROY, COLEMAN & HAZZARD, P.A.

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May 12, 2003

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Secretary of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Amendment to Articles of Incorporation of Terra Sol Foods Corporation
Our File No. 7463.01

Dear Sir/Madam:

Enclosed for filing please find the original and one copy of the Articles of Amendment for the above-referenced corporation. Also, enclosed is a check in the amount of \$35 to cover the filing fee. Upon filing, kindly return a file stamped copy to my attention in the enclosed courtesy envelope.

If you have any questions or concerns, please feel free to give me a call. Thank you.

Very truly yours,

CONROY, COLEMAN & HAZZARD, P.A.



Michael A. Durant

Encls.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TERRA SOL FOODS CORPORATION,
a Florida corporation**

FILED
MAY 16 PM 3 03
TALLAHASSEE, FLORIDA

- FIRST:** The date of filing of Articles of Incorporation was November 25, 2002.
- SECOND:** The following amendment to the Articles of Incorporation was adopted on April 25, 2003 by the shareholders of the Corporation and the number of votes cast for the amendment was sufficient for approval.

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned Florida corporation adopts the following Articles of Amendment to its Articles of Incorporation.

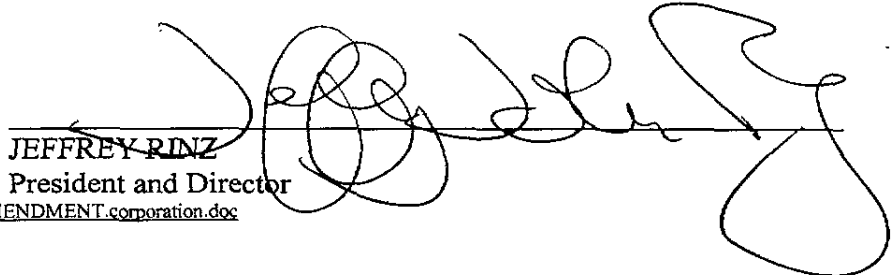
- FIRST:** Amendments adopted:

Article I: Name and Address: The name of the Corporation shall be changed to "Harvest Pak Foods Corporation".

Article V: Registered Agent: The designated Registered Agent shall be Michael A. Durant, Conroy, Coleman & Hazzard, 2640 Golden Gate Parkway, Suite 115, Naples, Florida, 34105.

Dated: May 1, 2003.

TERRA SOL FOOD CORPORATION, a Florida corporation


JEFFREY RINZ
President and Director

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**ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.

Dated this 12th day of May, 2003.


Michael A. Durant