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February 10, 2003

Bureau of Corporate Records  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

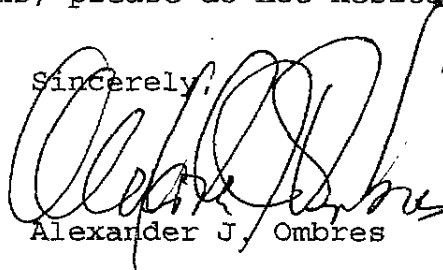
Re: Baywood Foodmart, Inc.

Dear Sir or Madam:

Enclosed is an Amendment to the Articles of Incorporation of Baywood Foodmart, Inc. for filing with your office. Also find enclosed a check in the amount of \$35.00 to cover the filing fee.

If you have any questions, please do not hesitate to contact us.

Sincerely,



Alexander J. Ombres

AJO/pp  
Encl.

cc: Victor Kwok, Chief Executive Officer

AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF  
BAYWOOD FOODMART, INC.

A special meeting of the Board of Directors and Shareholders of the corporation organized and existing under and by virtue of the laws of the State of Florida, was held at Orlando, Florida on the 3rd day of February, 2003, pursuant to proper call and notice of the meeting. The Board of Directors and Shareholders of the corporation resolve to amend the Articles of Incorporation to correct the street and mailing address to 1612 N. County Road 427, Longwood, Florida 32750.

Therefore, pursuant to Section 607.1003 Fla. Stat., the corporation hereby amends the Articles of Incorporation of Baywood Foodmart, Inc. to correct its street and mailing address to 1612 N. County Road 427, Longwood, Florida 32750.

Dated this 3 day of February, 2003.

By:   
Victor Kwok, Chief Executive Officer

CORPORATE SEAL

Attest:   
Victor Kwok, Secretary

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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