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DANA EDMISTEN HILL ATTORNEY AT LAW 230 Court Street SE

Post Office Drawer G Live Oak, Florida 32064 Telephone (904) 362-1900 Telecopier (904) 362-1902

January 3, 2002

Division of Corporations - New Filings Section Secretary of State Post Office Box 6327 Tallahassee, Florida 32314

Re: Articles of Amendment of SUN STATE PRODUCE, INC.

Dear Sir:

Please find enclosed herewith the original Articles of Amendment of **SUN STATE PRODUCE, INC.**, and my office account check in the amount of \$43.75 payable to the Florida Secretary of State to cover the cost of filing fees and certified copy of Articles of Incorporation.

Please file the Articles of Amendment in accordance with your usual procedures and return to me a certified copy of the Articles of Amendment.

If your office should have any questions regarding this transmittal or the accompanying enclosures, please do not hesitate to contact me at your earliest convenience.

Thank you for your courtesies and consideration.

Sincerely yours,

Dana Edmisten Hill

DEH:mtf Enclosures

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF SUN STATE PRODUCE, INC.

The undersigned, being the sole incorporator of SUN STATE PRODUCE, INC., a Florida corporation that has not yet issued shares of stock, hereby amends the Articles of Incorporation filed on January 22, 2003, pursuant to §607.1005 and 6007.1006, Florida Statutes, as follows:

ARTICLES VI: DIRECTORS

The Board of Directors of the corporation shall consist of five directors. The number of directors of the Board of Directors may be increased or decreased from time to time by changes to the corporate By-Laws but shall never be less than three (3). The name and address of the directors of the corporation shall be: DANIEL WAYNE JONES, 1733 Morning Drive, Clermont, Florida 34711; WILLIAM PAUL JONES, 12740 Lake Ridge Circle, Clermont, Florida 34711; WADE THOMAS SPROUSE, P. O. Box 1030, Tifton, GA 31773; RAYMON J. LAND, P. O. Box 394, Branford, Florida 32008; and ANNETTE B. LAND, P. O. Box 394, Branford, Florida 32008.

adopted this ____ day of March, 2003.

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ANNETTE B. LAND

Incorporator