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DIVISION OF CORPORATIONS

BASIC AMENDMENT
FILLBEST MANAGEMENT, INC.

2003 APR 23 PM 4:22

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Amendment

04/23/03

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AMENDMENT TO
ARTICLES OF INCORPORATION

FILLBEST MANAGEMENT, INC.
a Florida corporation

The undersigned, being the President of FILLBEST MANAGEMENT, INC., a Florida corporation (the "Corporation"), hereby certifies that:

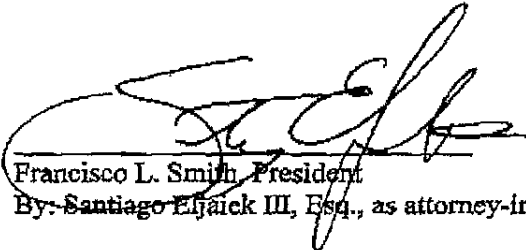
1. Article I of the Articles of Incorporation of the Corporation is hereby amended to provide the following:

The principal address of the Corporation is:

P.O. Box 565131
Miami, Florida 33256

2. The foregoing amendment was unanimously approved by the Corporation's Board of Directors and Shareholders, by joint resolution of the Corporation's Directors and Shareholders dated April 10, 2003.

IN WITNESS WHEREOF, the undersigned President of the Corporation has hereunto set his hands and affixed the Corporation's corporate seal this 10th day of April, 2003.


Francisco L. Smith, President
By: ~~Santiago Eljaiek III, Esq.~~, as attorney-in-fact

[Corporate Seal]

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