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Division of Corporations
P03000034047
Page 1 of 1

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BASIC AMENDMENT

SMX FOOD, CORP.

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FLORIDA DEPARTMENT OF STATE

Glanda E. Hood
Secretary of State

January 21, 2004

SMX FOOD, CORP.
6801 HARDING AVE., STE. #310
MIAMI BEACH, FL 33141

SUBJECT: SMX FOOD, CORP.
REF: P03000034047

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SMX FOOD, CORP.**

Pursuant to section 607-1006, Florida Status, the Undersigned Corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: The corporation adopted the following amendment to the articles of incorporation:

ARTICLE I: The new name of the corporation should be : EIGHT EIGHT, CORP

ARTICLE VII: The new address of the corporation is: 7706 ABBOTT AVENUE
SUITE 506 - MIAMI BEACH, FL 33141

SECOND: The amendment was adopted by all shareholders of the corporation on the
26 DAY OF JANUARY 2004.


SIMON MCDONOUGH
PRESIDENT