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TALLAHASSEE, FLORIDA

N.C.
C. Coulliette JUN 04 2003



**James
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email: mcrjfm@earthlink.net

RENEE MILLER
MELISSA NEWGENT
FOREST HARPER
LEGAL ASSISTANTS

May 30, 2003

Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Brian Farms, Inc.

Gentlemen:

Enclosed is the signed original Articles of Amendment for the above named corporation. I am enclosing my check in the amount of \$35.00 payable to the Florida Department of State. If you find these documents satisfactory, please place your certificate and endorse your approval on the photocopy and return same to me at:

James F. McCollum, P.L.
Attn: Forest Harper
129 South Commerce Avenue
Sebring, FL 33876

Should you have any questions, please do not hesitate to contact this office at (863) 385-5188.

Very truly yours,


James F. McCollum

JFM/fh
enclosure(s)

ARTICLES OF AMENDMENT

OF

BRIAN FARMS, INC.

FILED
03 JUN -2 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KNOW ALL MEN BY THESE PRESENT:

We, the undersigned William M. Bryan, President, and Judith A. Bryan, Secretary of Brian Farms, Inc., a Florida Corporation, do hereby certify that the following Amendment to the Articles of Incorporation were approved by all the Stockholders of said corporation 29th day of May, 2003.

RESOLVED: That Article 1 of the corporation be amended effective 29th day of May, 2003 to read as follows:

ARTICLE 1. NAME

The name of the corporation is SUPER SWEET FARMS, INC.

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, we hereby set our hands and seals this 29TH day of May, 2003.

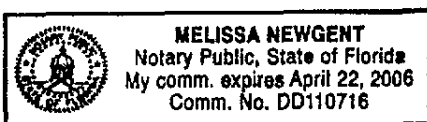
BY: William M. Bryan
William M. Bryan, President

(corporate seal)

ATTEST: Judith A. Bryan
Judith A. Bryan, Secretary

STATE OF FLORIDA
COUNTY OF HIGHLANDS

THE foregoing instrument was subscribed and sworn to before this 29TH day of May, 2003, by William M. Bryan and Judith A. Bryan, of Brian Farms, Inc., who is personally known to me or who has produced _____ as identification.



(affix notarial seal)

Melissa Newgent
Printed Name Melissa Newgent
Commission No. DD110716
Commission Expires April 22, 2006
Notary Public State of Florida at Large