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Florida Department of State  
Division of Corporations  
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DIVISION OF CORPORATIONS

**BASIC AMENDMENT**  
**BRAZILIAN FOODMARKET INC.**

Certificate of Status	1
Certified Copy	0
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P.005/005

DIVISION OF CORPORATIONS  
P.O. BOX 6327, TALLAHASSEE, FL 32314

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FL 32314

RE: AMENDMENT OF ARTICLES

Corporation: BRAZILIAN FOODMARKET, INC.  
Document Number: P03000055265

To whom it may concern,

We are sending the Amendment of the Articles of our Incorporation. We would like to ask you for a Certificate of Status, after the Amendments are registered.

We are including the Fees at the amount of US\$ 43.75. Please send us also a Certificate of Status; stating this amendment has been processed.

If there is any other necessary information concerning this matter, please feel free to contact me. Thank you

Sincerely,



BRAZILIAN FOODMARKET, INC.  
Gustavo Almeida  
President  
2726 N. State Road 7  
Margate FL 33063

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

BRAZILIAN FOODMARKET, INC.

(Present name)

Pursuant to the provisions of section 607.1006 Florida Statutes, this Florida profit corporation adopts the following articles of Amendment to its articles of incorporation:

Margate - FL, May 19<sup>th</sup>, 2005

First: Amendment(s) adopted: AMENDED.

ARTICLE VI - Subscribers

ARTICLE XIII - Registered Officer/Agent

ARTICLE XVI - Board of Directors of Incorporation

Second: The date of Adoption of the Amendments.

Third: Adoption of Amendments.

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First: Amendment(s) adopted: AMENDED.

ARTICLE VI - Subscribers

The name and street addresses and the number of shares of stock, subscribe to by each person signing these Articles of Incorporation are:

NAME	ADDRESS	SHARES
Gustavo Almeida	2726 N. State Road 7	100%
President	Margate FL 33063	
Director		

ARTICLE XIII - Registered Officer/Agent

The street address of the registered office of this corporation is 2726 N. State Road 7 - Margate FL 33063 and the name of the registered agent of this corporation at that address is Gustavo Almeida.

ARTICLE XVI - Board of Directors of Incorporation

This corporation shall have ONE (1) director. The number of Directors may be increased or diminished from time to time in accordance with by-laws adopted by the stockholders. The name and address of the Board of Directors of this corporation is:

NAME	ADDRESS
Gustavo Almeida	2726 N. State Road 7
President	Margate FL 33063
Director	

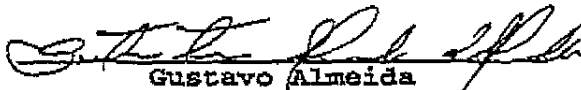
Second: The date of adoption of the amendments.

The date of adoption of the amendments was 05/19/05.

Third: Adoption of Amendment.

The Amendments were adopted by the Directors without shareholder action and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Amendment of Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein set forth and hereunto set our hands and seals this 21<sup>st</sup> day of March, 2003.

  
Gustavo Almeida  
President  
Director

  
Marcelo Andrade  
Resigning Director