

PD3000102523

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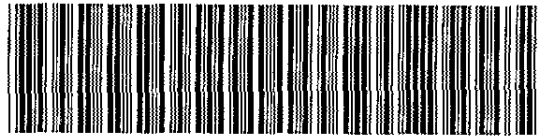
(Business Entity Name)

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03 DEC 17 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/24/03
Amend
38



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 9, 2003

Mr. Mark Pena
334 S. Hyde Park Ave.
Tampa, FL 33606

SUBJECT: SUN RAYZ BEVERAGES, INC.
Ref. Number: P03000102523

We have received your document for SUN RAYZ BEVERAGES, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6901.

Susan Payne
Senior Section Administrator

Letter Number: 903A00066112

RECEIVED
03 DEC 17 AM 9:42
DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SUN RAYZ BEVERAGES INC.
(present name)**

FILED
03 DEC 17 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, the Florida profit corporation adopts the following articles of amendment to its articles of incorporation. These amendments do not require shareholder action and were adopted by the incorporators without shareholder action:

Amendment I

Article III of the Articles of Incorporation, is hereby amended as follows:

"The total number of shares the company shall be able to issue shall be (10,000,000) Ten Million shares of common stock, no par value."

The date of each amendment's adoption:

This amendment was adopted on December 4, 2003.

Adoption of Amendment

The amendment was approved by a majority vote of the incorporators. The number of votes cast for the amendment was sufficient for approval.

Amendment II

Article VI is hereby amended as follows:

The corporation shall have a total of (5) Five Directors. The terms for the Directors shall be (2) two years. Two of the Directors shall be Mark E. Pena and Alex R. Stavrou.

Signed this 4TH day of DECEMBER, 2003.

Signature

(By the Incorporator)

MICHAEL GOEREE

Type of printed name

PRESIDENT / CEO

Title