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To:

Division of Corporations

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From:

Account Name

: YOUR CAPITAL CONNECTION, INC.

Account Number : 120000000257 Phone

: (850)224-8870

Fax Number

: (850)224-7047

DIVISION OF CORPORATIONS

BASIC AMENDMENT

QUALITY FOOD GRADE CARRIERS INC.

Certificate of Status	0
Certified Copy	1
Page Count	94-3
Estimated Charge	\$43.75

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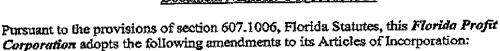
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Articles of Amendment to Articles of Incorporation of

Quality Food Grade Carriers Inc.

Document Number: P03000130364



AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)

ARTICLE 11- PRINCIPAL OFFICE

The principal place of business is: 1005 Snivley Avenue, Winter Haven, Florida, 33880

The mailing address is: P.O. Box 1145, 170 East Haines Boulevard, Lake Alfred, Florida 33850.

ARTICLE IV-SHARES

The number of shares of stock is: 100,000

ARTICLE VI- REGISTERED AGENT

The name and address of the Registered Agent is:

Victor R. Smith, Esquire, The Smith Law Group P.A., 170 East Haines Blvd., Lake Alfred, Florida 33850

ARTICLE VIII- RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this Corporation shall be issued to the following persons in the amount set opposite their names:

STEPHEN D. VAUGHAN

90,000 Shares

Shares held by the initial shareholders listed above may not be re-sold or otherwise transferred to other persons unless such shares are first offered to the remaining

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CAPITAL CONNECTION

shareholders or to this Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this Corporation.

ARTICLE IX- AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE X-TERMS OF ISSUING STOCK

Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provisions and conditions of 1244 of the Internal Revenue Code.

The date of each amendment(s) adoption: February 3, 2004

Adoption of Amendment(s)	(CHECK ONE)
	oved by the shareholders. The number of votes can
for the amendments by the sh	archolders were sufficient for approval.
	ved by the shareholders through voting groups. The eparately provided for each voting group entitled the ments:
"The number of votes approval by	cast for the amendments were sufficient for
A.P. ve v	(voting group)

- __ The amendments were adopted by the board of directors without shareholder action and shareholder action was not required.
- __ The amendments were adopted by the incorporators without shareholder action and shareholder action was not required.

02/13 '04 09:21 NO.647 04/04

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Signed thisd	ay of February, 2004.
Signature	
	STEPHEN D VOUGHAN
	Printed Name PRESTORIT CEO CHATEMAN
	Title