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Division of Corporations

Fax Number : (850)617-6380

From:

Account Name : CORPORATION SERVICE COMPANY

Account Number : I2000000195 Phone : (850)521-0821 : (850)558-1515 Fax Number

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## COR AMND/RESTATE/CORRECT OR O/D RESIGN INNOVATIVE FOOD HOLDINGS, INC.

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TO: Amendment Section

Division of Corporations

## **COVER LETTER**

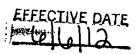
NAME OF CORPORATION: INNOVATIVE FOOD HOLDINGS, INC. DOCUMENT NUMBER: PO4000017728 The enclosed Articles of Amendment and fee are submitted for filing. Please return all correspondence concerning this matter to the following: Irving Rothstein Name of Contact Person Feder Kaszovitz LLP Firm/ Company 845 Third Avenue Address New York, NY 10022 City/ State and Zip Code jmcdonald@foodinno.com E-mail address: (to be used for future annual report notification) For further information concerning this matter, please call: Irving Rothstein Name of Contact Person Enclosed is a check for the following amount made payable to the Florida Department of State: \$43.75 Filing Fee & \$43.75 Filing Fee & \$52.50 Filing Fee \$35 Filing Fee Certificate of Status Certificate of Status Certified Copy Certified Copy (Additional copy is (Additional Copy enclosed) is enclosed) Mailing Address **Street Address** Amendment Section Amendment Section **Division of Corporations Division of Corporations** P.O. Box 6327 Clifton Building Tallahassee, FL 32314 2661 Executive Center Circle

Tallahassee, FL 32301

4/008

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## Articles of Amendment to Articles of Incorporation of



INNOVATIVE FOOD HOLDINGS, INC.	
(Name of Corporation as currently filed with t	he Florida Dept. of <u>State</u> )
PO4000017728	
. (Document Number of Corporati	on (if known)
Pursuant to the provisions of section 607.1006, Florida Statut following amendment(s) to its Articles of Incorporation:	es, this Florida Profit Corporation adopts the
A. If amending name, enter the new name of the corporation	<u>1:</u>
The new name must be distinguishable and contain the "incorporated" or the abbreviation "Corp.," "Inc.," or Co., "Co". A professional corporation name must contain association," or the abbreviation "P.A."	" or the designation "Corp," "Inc," or
B. Enter new principal office address, if applicable:	3845 Beck Blvd.
(Principal office address <u>MUST BE A STREET ADDRESS</u> )	Suite 805
	Naples, FL 34114
C. Enter new mailing address, if applicable: (Mailing address MAY BE A POST OFFICE BOX)	
D. If amending the registered agent and/or registered office new registered agent and/or the new registered office add Name of New Registered Agent:	
New Registered Office Address: (Flori	da street address)
<del></del>	(City), Florida(Zip Code)
New Registered Agent's Signature, if changing Registered A I hereby accept the appointment as registered agent. I am position.	familiar with and accept the obligations of the
Signature of New Page 1 of 4	Registered Agent, if chapping A CONTROL OF STATE

3)\_\_\_\_

5/008

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If AMENDING the Officers and/or Directors, please list all officers/directors of the corporation as you now want the record to be. Please indicate the title(s), name and address for each officer/director. (Our database can index up to 6 officers/directors. If you have more than 6 officers/directors, please list them on an additional sheet.) Title(s) Name Address 1)\_\_\_\_ 5)\_\_\_ 6)\_\_\_\_ If REMOVING an officer and/or director, please list the title(s) and name of the officer/director to be removed: Title(s) <u>Name</u> Title(s) **Name** 1)\_\_\_\_

6)\_\_\_\_

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	E. If amend	ling or addin	g additional A	rticles, enter	chan	ge(s) here			
•	(attach add	ditional sheets	, if necessary).	(Be specif	ĩc)				
	Article IV is h	nereby amende	ed to add the fo	ollowing at the	e end	thereof :			
	Upon the eff	ectiveness of a	a combination o	of the Corpor	ation's	issued and	d/or outstand	ding sha	res as a
	result of com	bining issued	and/or outstand	ding shares i	nto a I	esser numl	per of share:	s of the s	same class,
	the authorize	ed shares of ca	apital stock of t	hat class sha	III not	be reduced	by the sam	e percer	itage by
	which the ou	tstanding shar	es of such clas	ss was reduce	ed as	a result of t	he combina	tion and	the number
	of authorized	d shares of su	ch class shall re	emain the sa	me.				
	On the effec	ctive date of th	is Amendment,	, All of the ou	tstand	ing shares	of common	stock ar	e combined a
_	a ratio of 50	:1 such that a	shareholder ow	ning 50 shar	es of	common st	ock prior to	the imple	ementation
	of the combi	nation will own	1 share follow	ing implemer	ntation	of the com	bination and	d the nu	mber of
	shares rema	ining in treasu	ıry which are no	ot outstandin	g from	the 500,00	0,000 share	s of aut	horized
	common stock will remain unchanged.								
	provisio		vides for an ex centing the am ndicate N/A)						
N	I/A								

Fax	Server	6/5/2012	8:47:00	) AM	PAGE	7/008	Fax	Server
•	- January 25, 2012							
	The date of each amendment(s) adoption: January 25, 2012							
	Effective date if applicable			(date of adoption - required)				

Effective date if applicable:	June 6, 2012	(date of adoption - required)				
in apparents	(no more than 90	days after amendment file date)				
Adoption of Amendment(s)	( <u>CH</u>	ECK ONE)				
The amendment(s) was/we by the shareholders was/w		shareholders. The number of votes cast for the amendment(s)				
		e shareholders through voting groups. The following statement group entitled to vote separately on the amendment(s):				
"The number of votes	cast for the amend	lment(s) was/were sufficient for approval				
by	(voting group)	. ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,				
	(voting group)					
The amendment(s) was/we action was not required.	re adopted by the i	board of directors without shareholder action and shareholder				
The amendment(s) was/we action was not required.	re adopted by the i	incorporators without shareholder action and shareholder				
Dated_June	4, 2012	<del></del>				
Signature _		9-l				
(B)	y a director, presid	ent or other officer – if directors or officers have not been porator – if in the hands of a receiver, trustee, or other court by that fiduciary)				
	Sam Klepfish					
	(Туг	ped or printed name of person signing)				
	Chief Executive	Officer				
		(Title of person signing)				