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BASIC AMENDMENT

FRESH & FAST, INC.

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Articles of Amendment to the Articles of Incorporation of FRESH & FAST, INC. A Florida Corporation P04000057039

Pursuant to the provisions of § 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

Fitst: Amendments adopted:

V. Principal Office and Registered Agent

The street address of the Corporation's initial principal office is just 1428 S.E. 4th Street, Cape Coral, Florida 33990; the registered agent for the Corporation is Darrin R. Schutt, Esq., Suite C, 1105 Cape Coral Parkway East, Cape Coral, Florida, 33904.

V. Principal Office and Registered Agent

The Corporation shall have not less than two (2) Directors, 2s provided by the By-Laws. The Directors shall hold office for one year, or until their successors have been duly elected and qualified. The initial Directors are:

Michael Hammer 1428 S.E. 4th Steet Cape Coral, Florida 33991 William Donovan 760 102rd Avenue North Naples, Flordia 34108

Second: The date of the Amendment's adoption: July 20, 2004.

Third: The Amendment was adopted by the Shareholders. The number of votes cast by the Shareholders was sufficient for approval.

This 20th day of July, 2004.

Darrin R. Schutt, Esq., Incorporator