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July 9, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

FRUITS & FRUITS, INC. 4095 SW 137 AVE MIAMI, FL 33175

SUBJECT: FRUITS & FRUITS, INC.

REF: P04000085276

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Darlene Connell Regulatory Specialist II FAX Aud. #: H08000168495 Letter Number: 208A00040479

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P.O BOX 6327 - Tallahasses, Florida 32314

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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

FRUITS & FRUITS, INC.

P04000085276

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:

FIRST: Amendment (s) adopted: (Indicate article number (s) being amended, added or deleted)

BOARD OF DIRECTORS AND OFFICERS
WE WILL DELETE THE FOLLOWING DIRECTOR/OFFICER

FREDDY R SILVA ANA GUERRA PRESIDENT, DIRECTOR SECRETARY DIRECTOR

WE WILL ADD THE FOLLOWING DIRECTOR/ OFFICER

MILADY JUBIZ 15250 SW 134 PLACE UNIT 106, MIAMI FLORIDA 33177
President/Director

The New PRINCIPAL MAILING, REGISTER AGENT AND OFFICER WILL BE

MILADY JUBIZ 15250 SW 134 PLACE UNIT 106, MIAMI FLORIDA 33177

SECOND: If an amendment provides for an exchange, reclassification of cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows

THIRD: The date of each amendment's adoption: 07/09/08

FOURTH: Adoption of Amendment(s)

The amendments(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

Signed this Sthe day of July 2008

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ARTICLES OF AMENDMENT

ARTICLES OF INCORPORATION

FRUITS & FRUITS, INC.

P04000085276

. Having been named register agent and accept service of process for the above stated corporation at the place designated in this certificate, I hereby accepted the appointment as register agent and agree to act this capacity. I further agree to comply with the provisions of all statutes relating to the proper and completed performance on my duties and I am familiar with and accept the obligations of my position register agent.

President