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BASIC AMENDMENT

J&C DISCOUNT BEVERAGE INC.

Certificate of Status	1
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Page Count	02
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

J&C Discount Beverage Inc.

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:

ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S)

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

Joe Avitto- 1018 SW Bayshore Boulevard, Port St. Lucie, FL 34983- President Cecilia Avitto- 1018 SW Bayshore Boulevard, Port St. Lucie, FL 34983- President

to be amended to:

ARTICLES V OFFICER(S)/DIRECTOR(S)

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

Giuseppe Avitto- 1018 SW Bayshore Boulevard, Port St. Lucie, FL 34983- President/Treasurer Cecilla Tursi- 1018 SW Bayshore Boulevard, Port St. Lucie, FL 34983-Vice President/Secretary

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

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SECRETARY OF STATE
ALL AHASSEE, FLORIDA

THIRD:	The Date of each amendment's adoption: August 26, 2004		
FOURTH:	Adoption of Amendment(s) (CHECK ONE):		
		The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.	
		The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):	
		"The number of votes cast for the amendment(s) was/were sufficient for approval by"	
		voting group	
		The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
		The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	
Signed this 30th day of August 2004. Signature (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) Guiseppe Avitto			
President			
Title			