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ARTICLES OF AMENDMENT 05 JUN 23 AM 10: 15

TALLAHASSEE, FLORIDA

TO

ARTICLES OF INCORPORATION

OF

B & N GROCERS, INC.

Pursuant to the provisions of section 607.1006, Florida Statues, 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 delete)

Article II

The principal place of business address:

DELETE:

5701 Liberty Garden Ct.

Orlando, FL 32836

ADD:

4751 Raleigh Street

Orlando, FL 32811

The mailing address of the corporation is:

DELETE:

5701 Liberty Garden Ct.

Orlando, FL 32836

ADD:

4751 Raleigh Street

Orlando, FL 32811

Article VII

The officer(s) and/or director(s) of the corporation is/are:

DELETE:

YUNIS, Basem

as Vice-President

8600 Sand Lake Shores Drive

Orlando, FL 32836

	an amendment provides for an exchange, reclassification or cancellation of issued ions for implementing the amendment if not contained in the amendment itself:
THIRD: The	date of each amendment's adoption: 06/20/2005.
FOURTH: A	doption of Amendment(s) (CHECK ONE)
	he amendment(s) was/were approved by the shareholders. The number of votes ast for the amendment(s) was/were sufficient for approval.
T	he 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 ation and shareholder action was not required.
	he amendment(s) was/were adopted by the incorporators without shareholder ction and shareholder action was not required.
	Signed this 20th day of June, 2005.
Signature <u>/</u>	(By the Chaiman or Vice Chaiman of the Board of Directors, President or other officer if adopted by the shareholders)
	BASEM YUNIS Typed or printed name
	VICE-PRESIDENT