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ACCOUNT NO. : 072100000032

REFERENCE : 075090 4336650

AUTHORIZATION : Patricia Pigato

COST LIMIT : \$ 35.00

ORDER DATE : December 22, 1998

ORDER TIME : 10:13 AM

ORDER NO. : 075090-005

CUSTOMER NO: 4336650

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CUSTOMER: Mario Fontes, Esq
Baker & McKenzie
1200 Brickwell Avenue
19th Floor
Miami, FL 33131

DOMESTIC AMENDMENT FILING

NAME: FOREVER FRESH, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS: SF

DEC 22 1998

98 DEC 22 AM 10:14

DIVISION OF CORPORATION

98 DEC 22 PM 2:00
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Amend +
N/C
12/22/98

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FOREVER FRESH, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 22 PM 2:00

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Forever Fresh, Inc. (the "Corporation").
2. In order to change the name of the Corporation, Article I of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

ARTICLE I: NAME AND ADDRESS

The name of this corporation shall be:

US Gift and Floral Company, Inc.

The location and mailing address of the principal office of the Corporation is 5371 Hiatus Road, Sunrise, FL 33351.

3. The foregoing Amendment to the Articles of Incorporation was approved by a resolution of the shareholders of the Corporation dated December 21, 1998 in accordance with Sections 607.1003 and 607.1006 of the Act. The number of votes cast by the shareholders was sufficient for the approval of the foregoing Amendment to the Articles of Incorporation.

4. The Amendment to the Articles of Incorporation effecting the name change shall be effective on the date of filing of these Articles of Amendment with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 21 day of December, 1998.


Steven Horowitz, President