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TALLAHASSEE, FLORIDA

LAZARUS CORPORATE FILING SERVICE

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(Address)

MIAMI, FLORIDA (305)552-5973

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AMENDMENTS
Amendment
Resignation of R.A., Officer/Director
Change of Registered Agent
Dissolution/Withdrawal
Merger

OTHER FILNGS
Annual Report
 Fictitious Name
Name Reservation

REGISTRATION/ QUALIFICATION
 Foreign
 Limited Partnership
 Reinstatement
Trademark .
Other

J-3-01

Examiner's Initials

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

J & E PRODUCE CORP

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: MODIFY THE ARTICLE VII DIRECTORS

Change from one to two directors as follow:

President

Mario Pomares

Treasurer

Mario Pomares

Secretary

Mario Pomares

THIS AMENDMENT WAS APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT WAS SUFFICIENT FOR APPROVAL.

THIS ARTICLES OF AMENDMENT WAS ADOPTED ON

JUNE 29 2001

Mario Pomarez

President