

P95000004560



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 319346 99222A

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : \$ 87.50

FILED  
97 APR -4 PM 2:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : April 4, 1997

ORDER TIME : 11:29 AM

ORDER NO. : 319346-035

CUSTOMER NO: 99222A

600002133826--8

CUSTOMER: Ms. Wilma Gallagher  
Coggin-o'steen Investment  
4306 Pablo Oaks Court

Jacksonville, FL 32224

DOMESTIC AMENDMENT FILING

NAME: C & P FOOD CORP.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
97 APR -4, PM 12:12  
DIVISION OF CORPORATION

Amendment  
4/4/97  
De

ARTICLES OF AMENDMENT OF THE  
ARTICLES OF INCORPORATION  
OF  
C & P FOOD CORP.

FILED  
97 APR -4 PM 2:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

A. The name of this Corporation is C & P Food Corp.

B. Resolutions were adopted on December 2, 1996, by the sole shareholder of this Corporation to amend the Articles of Incorporation of this Corporation in their entirety, so that after amendment, the Articles of Incorporation read as follows:

"ARTICLE I - NAME

The name of this Corporation is C & P Food Corp.

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal place of business and mailing address of this Corporation are 4306 Pablo Oaks Court, Jacksonville, Florida 32224.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one million (1,000,000) shares of voting common stock with a par value of \$1.00 per share.

ARTICLE IV - REGISTERED AGENT AND ADDRESS

The name and address of the registered agent are Luther Coggin, 4306 Pablo Oaks Court, Jacksonville, Florida 32224.

ARTICLE V - INDEMNIFICATION

Directors, officers, employees and agents of this Corporation shall be indemnified to the fullest extent permitted by Florida law.

ARTICLE VI - BYLAWS

The Board of Directors shall adopt Bylaws for this Corporation and may from time to time modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors present at any regular or special meeting or by written consent of all of the members of the Board of Directors.

ARTICLE VII - AMENDMENTS

This Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law."

There are no other amendments to the Articles of Incorporation, except as stated above.

C. The shareholders of this Corporation were entitled to vote on this amendment, and the number of votes cast for the amendment was sufficient for approval by the shareholders.

IN WITNESS WHEREOF, C & P Food Corp. has caused these Articles of Amendment to the Articles of Incorporation to be signed in its name by its Executive Vice-President this 1/7/97 day of January, 1997.

C & P FOOD CORP.

By:



Charles B. Tamm  
Executive Vice-President