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**ROBERT L. UNDERWOOD  
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September 12, 1997

Division of Corporations  
Florida Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Billy Boys Produce, Inc.

Dear Secretary of State:

I am enclosing herewith an original and a copy of the Articles of Amendment for the above-named corporation. In addition, a check in the sum of \$87.50 is enclosed which represents the following fees:

Filing fee	\$ 35:00
Certified copy	\$ 52.50

Total	\$ 87.50
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-09/29/97--01080--004  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Please file the original of the enclosed Articles of Amendment and return a certified copy to the undersigned:

Robert L. Underwood  
537 East Park Avenue  
Tallahassee, FL 32301

Thank you for your assistance.

Respectfully submitted,

Robert L. Underwood

FILED  
97 SEP 29 PM 1:36  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Amend  
Oct 2  
VS 8/25/97 1997

**ARTICLES OF AMENDMENT  
OF  
BILLY BOYS PRODUCE, INC.**

**FILED**  
97 SEP 29 PM 1:36  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The following provisions of the Articles of Incorporation of BILLY BOYS PRODUCE, INC., a Florida Corporation, filed in Tallahassee on April 19, 1996, be and they hereby are amended in the following particulars:

Article II shall be and hereby is amended to read as follows:

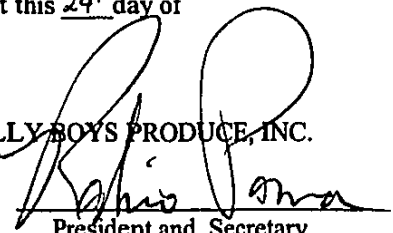
**ARTICLE II  
PURPOSE**

The purpose of this corporation is to engage in any activities or business permitted under the laws of the United States and Florida.

The forgoing amendment was unanimously adopted by the Stockholders and Directors of the corporation on the 15th day of September, 1997.

IN WITNESS WHEREOF the undersigned President / Secretary of this corporation has executed the Articles of Amendment this 24<sup>th</sup> day of September, 1997.

BILLY BOYS PRODUCE, INC.

By:   
President and Secretary  
Director/Shareholder