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November 17, 1997

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*****35.00 *****35.00

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

RE: Acapulco Fresh, Inc. / Articles of Amendment

Dear Ladies:

Enclosed please find the original and one copy of the Articles of Amendment for the above corporation. Please file the original Articles and return a stamped copy to the undersigned. Our check in the amount of \$35.00 is enclosed.

Should you have any questions regarding this request, please do not hesitate to contact us. Thank you for your cooperation in this matter.

Yours sincerely,

SHELL, FLEMING, DAVIS & MENGE



Charles L. Hoffman, Jr.

:kzt
Enclosures1

VS DEC 1 1997
N/c

FILED
97 NOV 20 PM 3:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF AMENDMENT

OF

ACAPULCO FRESH, INC.

FILED
97 NOV 20 PM 3:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article I of the Articles of Incorporation of Acapulco Fresh, Inc. is hereby amended to read:

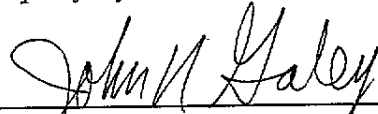
ARTICLE I - NAME

The name of this corporation is **GSM ASSOCIATES, INC.**

These Articles of Amendment were unanimously approved by the shareholders and directors of the corporation in its Minutes of Special Meeting dated October 14, 1997.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 14th day of November, 1997.

Respectfully submitted,


JOHN N. GALEY, President

Approved by:

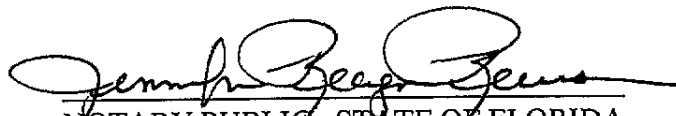

JOHN N. GALEY, Secretary

STATE OF FLORIDA

COUNTY OF Escambia

The foregoing instrument as acknowledged before me this 14th day of November, 1997 by John N. Galey as President of Acapulco Fresh, Inc., a Florida corporation, on behalf of said corporation, (☒) who is personally known to me or () who produced _____ as identification.

JENNIFER REAGAN REEVES
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES AUGUST 23, 1999
COMM #CC490828


NOTARY PUBLIC - STATE OF FLORIDA
Typed Name: JENNIFER REAGAN REEVES
My Commission Expires: 8/23/99