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FIELDSTONE LESTER & SHEAR
IS OF COUNSEL TO:
HANZMAN CRIDEN
KORGE & CHAYKIN, P.A.

P96000067165

July 2, 1997

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

RE: Curacao Coffee Holdings, Inc.

800002231318--5
-07/07/97--01108--011
*****\$2.50 *****\$2.50

Gentlemen:

Enclosed you will find original and one copy of the Amendment to Articles of Incorporation of Curacao Coffee Holdings, Inc. Also enclosed is our check in the amount of \$52.50, representing your filing fees.

If you have any questions concerning the enclosures, please feel free to contact our office.

Sincerely,

Ronald R. Fieldstone
ef

Ronald R. Fieldstone

HALIBRARY\CARY\CS\SS.LT6

FILED
97 JUL -7 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Change

LFS

4-11-97

**CERTIFICATE OF AMENDMENT
OF
CURACAO COFFEE HOLDINGS, INC.**

FILED
97 JUL -7 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, Ignacio Perez Echeverria, President of CURACAO COFFEE HOLDINGS, INC., a corporation organized under the laws of the State of Florida on August 13, 1996, hereby certifies that on May 7, 1997, the Shareholders of the Corporation owning a majority of the outstanding common stock of CURACAO COFFEE HOLDINGS, INC. have signed a consent in writing adopting the following amendment to the Certificate of Incorporation. The number of votes cast in favor of the amendment was sufficient for approval.

1. ARTICLE I - Name, be and it hereby is amended to read as follows:


FCC COFFEE PACKERS, INC.

2. Directors of the Corporation have also approved this Amendment.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed this Certificate of Amendment this 7 day of May, 1997.



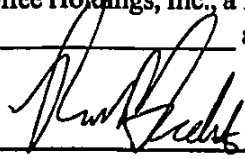
Ignacio Perez Echeverria, President



Luis Diego Sanchez Solera, Secretary

STATE OF FLORIDA)
) ss:
COUNTY OF Dade)

The foregoing instrument was acknowledged before me this 7th day of May, 1997, by Ignacio Perez Echeverria, as President of Curacao Coffee Holdings, Inc., a Florida corporation, who is personally known to me or who has produced _____ as identification and who did take an oath.



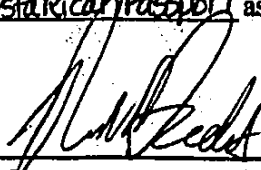
Notary Signature



Ronald R. Fieldstone
MY COMMISSION # CC314451 EXPIRES
October 6, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA)
) ss:
COUNTY OF Dade

The foregoing instrument was acknowledged before me this 7 day of May, 1997, by Luis Diego Sanchez Solera, as Secretary of Curacao Coffee Holdings, Inc., a Florida corporation, who is personally known to me or who has produced a Costa Rican Passport as identification and who did take an oath.



Notary Signature



Ronald F. Fieldstone
MY COMMISSION # CC314451 EXPIRES
October 6, 1997
BONDED THRU TROY FARM INSURANCE, INC.