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FLORIDA DIVISION OF CORPORATIONS

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(904)922-4000

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FROM: PHILIP W. DANN, P.A.
071521002173

ACCT#:

CONTACT: SUZANNE C HOWARD
PHONE: (813)822-5656
(813)823-8043

FAX #:

NAME: GROUPE GROPER, INC.
AUDIT NUMBER.....H97000006070
DOC TYPE.....BASIC AMENDMENT
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PAGES..... 1
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Phil Dann

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SECRETARY OF STATE
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97 APR 15 AM 10:29

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April 14, 1997

GROUPE GROPER, INC.
6301 46TH ST. NORTH
PINELLAS PARK, FL 33781

SUBJECT: GROUPE GROPER, INC.
REF: P96000087331

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Please print the capacity of the persons signing the amendment. Since the amendment was adopted by the shareholders, it must be signed by an officer of the corporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

FAX Aud. #: H97000006070
Letter Number: 497A00018710

APR-14-1997 14:57

PHILIP W. DANN, ESQ.

P.01/02

4/14/97
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DIVISION OF CORPORATIONS

H97000006070 1

AMENDMENT TO ARTICLES OF INCORPORATION
GROUPE GROPER, INC.

BY THESE ARTICLES OF AMENDMENT, the undersigned, being the holders of all of the outstanding shares of stock of GROUPE GROPER, INC., amend the articles of incorporation as follows:

Item 7 of the charter, entitled "DIRECTORS" is deleted and the following language is substituted for it:

7. DIRECTORS. The corporation shall have two directors who shall serve at the pleasure of the shareholders and in accordance with the provisions of the by-laws. The initial directors shall be Robert Louis Fichtner, Sr., and Robert Louis Fichtner, Jr.

The number of votes cast for the amendment by the shareholders was sufficient for approval.

Robert Louis Fichtner, Sr. sec'y treas Robert Louis Fichtner, Jr. president &
Date Adopted: 4/7/97 & shareholder Date Adopted: 4/7/97 shareholder

Pinellas County, Florida

Prepared by:
Philip W. Dann, Esq.
540 4th St. N.
St. Petersburg, FL 33701
Fla Bar # 126786
(813) 8225656

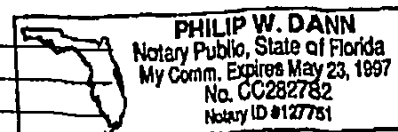
Subscribed and acknowledged before me this
7 day of April, 1997, by Robert Louis
Fichtner, Sr. and Robert L. Fichtner, Jr., who
are is personally known to me.

Philip W. Dann
Notary Public, Florida

Print Name: _____

Comm. exps. _____

Comm. No. _____



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TALLAHASSEE, FLORIDA

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