

P.97000005617

SEELEY & KARATINOS, P.A.

562 First Avenue North
St. Petersburg, Florida 33701
Facsimile (813) 898-5511

Gregory B. Seeley (813) 822-1500
Ted E. Karatinos (813) 823-1500

Of Counsel:
Nicholas E. Karatinos (813) 823-1550

March 13, 1997

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

400002116084--
-03/18/97--01060--001
*****87.50 *****87.50

**Re: Amendments to Articles of Incorporation for Fazio's Finest Produce Company
Document No. P97000005617.**

Dear State Official:

I enclose the Articles of Amendment for "The Finest Produce Company" (previously "Fazio's Finest Produce Company"). Further, I enclose check number 570 in the amount of \$87.50 for processing fees. This amount includes \$35.00 for filing amended articles and \$52.50 for a certified copy.

Please send me the certified copy upon processing. I appreciate your attention to this matter.

Sincerely,

Ted E. Karatinos

Ted E. Karatinos, Esq.

Enclosure

cc: Client File

V8 MAR 20 1997
Amend. & N/C

FILED
97 MAR 17 AM 9:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF AMENDMENT

OF

THE FINEST PRODUCE COMPANY

(previously FAZIO'S FINEST PRODUCE COMPANY)

FILED
97 MAR 17 AM 9:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I: NAME

The name of the Corporation shall be amended from FAZIO'S FINEST PRODUCE COMPANY to THE FINEST PRODUCE COMPANY. Pursuant to Florida Statute Section 607.1006(1)(e), this amendment was adopted by the Incorporator on March 13, 1997. Shareholder action was not required, because the Incorporator had not yet issued shares of corporate stock.

ARTICLE VII: DIRECTORS

The initial board of directors shall be amended from a board of three directors to a board of two directors. Following this amendment, the ~~initial~~ Directors shall be:

Peter Randazzo
225 12th Avenue North
St. Petersburg, Florida 33701

Joseph Celentano
5600 First Street North, No.3
St. Petersburg, Florida 33703

Pursuant to Florida Statute Section 607.1006(1)(e), this amendment was adopted by the Incorporator on March 13, 1997. Shareholder action was not required, because the Incorporator had not yet issued shares of corporate stock.

ARTICLE X: OFFICERS

The initial officers of the corporation shall be amended, so that the following named persons shall hold the below-designated offices until their successors are elected and qualified by the Board of Directors:

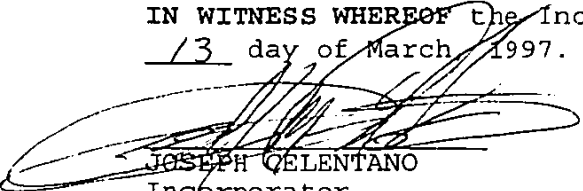
Joseph Celentano, President
5600 First Street North, No.3
St. Petersburg, Florida 33703

Peter Randazzo, Secretary/Treasurer
225 12th Avenue North
St. Petersburg, Florida 33701

Pursuant to Florida Statute Section 607.1006(1)(e), this amendment

was adopted by the Incorporator on March 13, 1997. Shareholder action was not required, because the Incorporator had not yet issued shares of corporate stock.

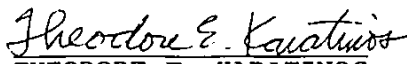
IN WITNESS WHEREOF the Incorporator hereunto set his hand on this 13 day of March, 1997.


JOSEPH CELENTANO
Incorporator

JOSEPH CELENTANO, who has produced a Florida Driver's License as identification, appeared before me and signed these Articles of Incorporation under oath on this 13th day of March, 1997.



THEODORE E. KARATINOS
My Commission CC403073
Expires Aug. 24, 1998
Bonded by HAI
800-422-1655


THEODORE E. KARATINOS
NOTARY PUBLIC

P 97000005693

March 21, 1997

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

Re: EL ARTISTICO DECORACIONES METALICAS CORP.
DOCUMENT# P97000005693

Dear Sirs:

Please let this letter serve as authorization to change the following relating to the above captioned corporation:

- | | |
|--|--|
| 1. Current Corporate Address on File: | New Corporate Address: |
| 2205 West 64 Street, Suite 205
Hialeah, Florida 33016 | 6555 Northwest 36 Street, Suite 201H
Miami, Florida 33166 |
| 2. Current Mailing Address on File: | New Mailing Address: |
| 2205 West 64 Street, Suite 305
Hialeah, Florida 33016 | 6555 Northwest 36 Street, Suite 201H
Miami, Florida 33166 |

Thank you for your attention to this matter. Should you have any questions, please contact the undersigned.

Sincerely,

Lawrence J. Spiegel/cm

Lawrence J. Spiegel
Attorney at Law

cc: EL ARTISTICO DECORACIONES METALICAS CORP.

Burney & Herthneck Co., L.P.A.

JON R. BURNEY
RICHARD E. HERTHNECK

ATTORNEYS AND COUNSELORS AT LAW
160 PLAZA WEST BUILDING
20220 CENTER RIDGE ROAD
ROCKY RIVER, OHIO 44118
FACSIMILE (216) 356-6080

(216) 331-4660

P97000005923
Ma 18, 19

VIA CERTIFIED MAIL NUMBER P 289 385 243
RETURN RECEIPT REQUESTED

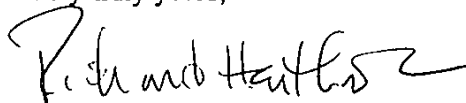
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Rekmar, Inc.
P97000005923

Dear Sir or Madam:

Please be advised that Rekmar, Inc. has changed its office location to 5165 Orange Grove Boulevard, North Fort Myers, Florida 33903. Please adjust your records accordingly.

Very truly yours,



Richard E. Herthneck

REH:lm

cc: Rekmar, Inc.

2/1
7/26