

P97000021194

ACCOUNT NO. : 072100000032

REFERENCE : 295330 91302A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE: March 17, 1997

ORDER TIME : 9:17 AM

ORDER NO. : 295330-005

CUSTOMER NO: 91302A

CUSTOMER: Peter B. Weintraub, Esq.

Weintraub & Weintraub

Suite 301

1701 W. Hillsboro Boulevard Deerfield Beach, FL 33442

DOMESTIC AMENDMENT FILING

NAME: K-T PRODUCE SALES CORP.

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

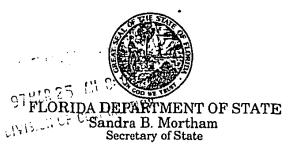
XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

3/25/97/ 711 v.c.



March 24, 1997

CSC - TONYA C. HOLLY

TALLAHASSEE, FL

SUBJECT: K-T PRODUCE SALES CORP.

Ref. Number: P97000021194



We have received your document for K-T PRODUCE SALES CORP. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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) 487-6906.

Letter Number: 997A00014789

Darlene Connell Corporate Specialist

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 17, 1997

CSC - TONYA C. HOLLY

TALLAHASSEE, FL

SUBJECT: K-T PRODUCE SALES CORP.

Ref. Number: P97000021194

We have received your document for K-T PRODUCE SALES CORP. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please delete #3 refering to members since this is a profit corporation and members are found in a non-profit 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) 487-6906.

Darlene Connell Corporate Specialist

Letter Number: 197A00013414

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF K-T PRODUCE SALES CORP.

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, filed March 7, 1997, No. P97000021194.

1. The following amendment of the Articles of Incorporation was adopted by the corporation:

ARTICLE I. is amended to read as follows:

The name of the Corporation shall be:

K-T PRODUCE CORP.

2. The amendment was adopted unanimously by the Board of Directors with no Shareholder approval required on the 12th day of March, 1997.

IN WITNESS WHEREOF, I hereby set my hand and seal this 12th day of March, 1997.

K-T PRODUCE SALES CORP.

By:

PETER WEINTRAUB, Incorporator Director

STATE OF FLORIDA

ss:

COUNTY OF BROWARD)

BEFORE ME personally appeared PETER WEINTRAUB, known to me to be the person described in and who executed the foregoing Articles of Amendment as Incorporator of K-T PRODUCE SALES CORP., and acknowledged to me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 2/ day of March, 1997 in the aforesaid County and State.

Kenken H. Haat NOTARY PUBLIC

PENTHEA H. RAAB
MY COMMISSION J CC 398274
EXPIRES: August 7, 1998
Bonded Tray Notary Public Underwriters