

P97000023900

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BASIC AMENDMENT
ITALIALAT FOODS GROUP INC.

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Amendment
02/23/05

[[[H05000045436]]]

Articles of Amendment
to the
Articles of Incorporation
of
ITALIALAT FOODS GROUP INC.

Document # P97000023900

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendments (s) to its Articles of Incorporation:

ARTICLE III
CAPITAL STOCK

The corporation is authorize to have the aggregate of 1,000 shares of capital stock at any one time. The number of shares shall be divided as follows:

Rocco Aufiero: Shall have 700 shares of capital stock or 70%

Luis R. Bonilla: Shall have 300 shares of capital stock or 30%

ARTICLE V
DIRECTORS AND OFFICERS

The name and street address of the members of the Board of Directors and the Officers of the corporation will change from:

ROCCO AUFIERO
Via Romano # 8
86100 Campobasso, Italy

PRESIDENT / SECRETARY / DIRECTOR

LUIS R. BONILLA
2121 Ponce de Leon Blvd.
Suite 1050
Coral Gables, FL 33134

VICE-PRESIDENT / DIRECTOR

ALESSANDRO CESARIA
Contrada Coste No. 22
Vinchiaturo Campobasso 86019
Italy

TREASURER / DIRECTOR

TO

ROCCO AUFIERO
Via Romano # 8
86100 Campobasso, Italy

PRESIDENT / SECRETARY / DIRECTOR

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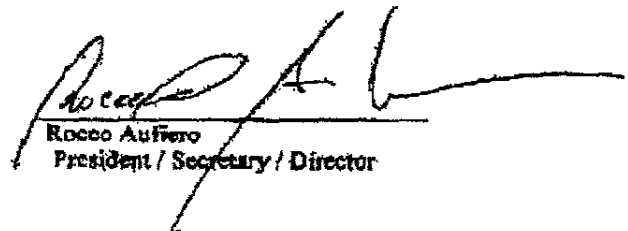
LUIS R. BONILLA
2121 Ponce de Leon Blvd.
Suite 1050
Coral Gables, FL 33134

VICE-PRESIDENT / DIRECTOR

Date of Amendment adoption: February 18, 2005.
Effective date: February 18, 2005

The amendment was approved by the board of Directors on February 18, 2005 without
shareholder action and shareholder action was not required.

Signed this 18th day of February, 2005.



Rocco Aufiero
President / Secretary / Director