

ACCOUNT NO. : 072100000032

REFERENCE

598120

9362A

ORDER DATE: November 12, 1997

ORDER TIME : 11:41 AM

ORDER NO. : 598120-005

CUSTOMER NO:

9362A

CUSTOMER: Kathy Dickey, Legal Asst

Blair Johnson, Esq

425 South Dillard Street

Winter Gardens, FL 34787

DOMESTIC AMENDMENT FILING

NAME:

MOTO FOOD SERVICES

INCORPORATED

500002345175--5

EFFICTIVE DATE:

ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY (3) PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING (3)

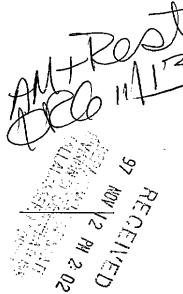
PERSON: CAWFistopher Smith

EXAMINER'S INITIALS:

CITIORIZATION BY PHONE

DATE_

DOC. SKAM.



2ND RESTATED AND AMENDED ARTICLES OF INCORPORATION OF MOTO FOOD SERVICES INCORPORATED

TO: Department Of State

Tallahassee, Florida 32304

1 10 12 PH 3: 38 Pursuant to the provisions of Section 607.1003 of the Florida Statutes undersigned corporation MOTO FOOD SERVICES INCORPORATED, originally incorporated under the name MOTO FOOD SERVICES INCORPORATED on April 17, 1997, hereby adopts the following restated and amended Articles Of Incorporation upon the approval of a majority of the Shareholders of the Corporation:

ARTICLE OF INCORPORATION OF MOTO FOOD SERVICES INCORPORATED

The undersigned subscriber to these Articles Of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be:

MOTO FOOD SERVICES INCORPORATED

The principal place of business of this corporation shall be 7130 South Orange Blossom Trail, Suite 120, Orlando, Florida 32809.

ARTICLE II NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is **7,500** shares of common stock having a minimum par value of \$6.67 per share and shall be capitalized by an amount not less than \$50,000.00.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 7130 South Orange Blossom Trail, Suite 120, Orlando, Florida 32809, and the name of the initial registered agent of the corporation at that address is PETER LEE.

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI DIRECTORS

The corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII OFFICERS

The names of the Officers of the corporation are as follows:

President

PETER LEE

Vice President

BONG YOUNG YANG

Secretary

MONTY YANGTAEK RHEEM

Treasurer

PETER LEE

ARTICLE VIII INCORPORATOR

The name and street address of the persons signing these **Articles Of Incorporation** as the incorporator is:

PETER LEE 7130 South Orange Blossom Trail Suite 120 Orlando, Florida 32809

ARTICLE IX PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata shares thereof at the price at which it is offered to others.

ARTICLE X DIRECTORS

This corporation shall have one Director, initially. The name and street address of the initial member of the Board of Directors is:

PETER LEE 7130 South Orange Blossom Trail Suite 120 Orlando, Florida 32809

ARTICLE XI BRANCH IN GERMANY

The Officers of the Corporation are authorized to take the necessary steps to open a branch of the Corporation in Germany.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand

on this be day of November, 1997.

PETER LEE

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this <u>North</u> day of <u>November, 1997</u>, by PETER LEE, who is personally known to me and to be the person described as Incorporator and executed the foregoing Articles Of Incorporation and singed in my presence the above signature specimen and the above signature.

Notary Public

My commission expires:

Kathy Ann Dickey
Notary Public, State of Florida
Commission No. CC 510386
My Commission Expires 12/18/99

1.8733NOTARY - Fla. Notary Service & Bonding Co

The foregoing restated Articles Of Incorporation which were adopted pursuant to Section 607.1003 of the Florida Statutes. The designation and number of outstanding shares of each class entitled to vote on this Restated And Amended Articles Of Incorporation were as follows:

Class

Number Of Shares

Common Voting

500

The number of shares voted in favor of such Restated And Amended Articles
Of Incorporation was 500.

Dated November 10, 1997.

MOTO FOOD SERVICES INCORPOR

PETER LEE as Director ... Chairman

STATE OF FLORIDA COUNTY OF ORANGE

BEFORE ME, a Notary Public, personally appeared PETER LEE to me known to be the person described as Director of MOTO FOOD SERVICES INCORPORATED and who executed the foregoing 2nd Reinstate And Amend Articles Of Amendment Of Moto Food Services Incorporated and acknowledged before me that he subscribed to these Articles on November 10, 1997 and singed in my presence the above signature specimen and the above signature.

Notary Public

My commission expires:

c:\corporat\reinstate and amend articles of incorporation

Kathy Ann Dickey

Notary Public, State of Florida

Commission No. CC 510386

Parto My Commission Expires 12/18/99