Florida Department of State Division of Corporations PO Box 6327 Taliahassee FL 32314

*****87.50 *****87.50

To whom it may concern,

Please accept the following amendment of articles of incorporation for Planet Juice of Delray Beach, Inc. (Document Number P97000067808).

A check (number 94) in the amount of \$87.50 is included to cover the filing fee and a certified copy of the amendment.

Direct any questions to Robert Kristofic at (954)427-6976.

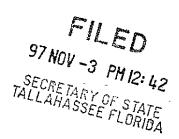
Sincerely,

Robert Kristofic

CEO, Planet Juice Co.

VS NOV 1 3 1997

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



PLANET	JUICE OF DELRAY BEACH, INC.
(DOC. #	P 9 7 0 0 0 0 6 7 8 0 8) (present name)
	(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE 1 - NAME.

The name of the corporation shall be PLANET JUICE CO.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: 10/31/97
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by
	, omig Brown
Ū	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
×	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
\$	Signed this 31 day of OCTOBER, 1997.
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	· ·
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	ROBERT KRISTOFIC Typed or printed name
	w\ham av harman merra
	CEO/INCOrporator
	' Title