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BASIC AMENDMENT

ST. FRANCIS HEALTH DISTRIBUTORS INC.

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 6, 2001

ST. FRANCIS HEALTH DISTRIBUTORS INC. 112 GIRALDA AVENUE CORAL GABLES, FL 33134

SUBJECT: ST. FRANCIS HEALTH DISTRIBUTORS INC.

REF: P97000077860

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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 (850) 487-6869.

Teresa Brown Corporate Specialist FAX Aud. #: H01000071739 Letter Number: 201A00034485

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

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ARTICLES OF AMENDMENT TO ARTICLE OF INCORPORATION OF OI JUN-6 PM 4:50
TALLAHASSEE, FLOODIE

ST. FRANCIS HEALTH DISTRIBUTORS INC.

DOC.# P97000077860

Pursuant to the provisions of section 607.1006, Florida Statues, this corporation adopts The following articles of amendment to its articles of incorporation.

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

ARTICLE I: NAME
THE NEW NAME OF THE CORPORATION WILL BE:

BALLESTER ENTERPRISES INC.

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

THIRD: The date of each amendment's adoption: 5-24-01

FOURTH: Adoption of Amendment(s) (check one)

X the amendment(s) was/were approved by the board of directors without shareholder action and shareholder action was not required.

Signature_

WILFREDO BALLESTER (P/V/S/T)(D)