P97000084956

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February 5, 2002

Secretary of State
Division of Corporations
Post Office Box 6327

DOOD04889670--8
-02/07/02--01024--002
*****35.00
*****35.00

Re: Ambrosia Food Corp.

Dear Sir or Madam:

Tallahassee, FL 32314

Enclosed please find an original and one copy of the following:

1. Articles of Amendment to Articles of Incorporation.

Also enclosed is our firm's check in the amount of \$35.00 to cover the filing fees. Kindly file the originals and return the copies, conformed as to filing, in the enclosed envelope.

Thank you for your courtesies.

VJP:plb
Enclosures
K:\Clients\Ambrosia Foods\SecretaryofStateltr.doc

Very truly yours,

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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NC

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



AMBROSIA FOOD CORP.
(present name)
P97000084956
(Document Number of Corporation (If known)

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 I NAME

The name of this corporation is MARATHON FOODS, INC.

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: December 20, 2001
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
Ճ	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(voting group)
	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.
Q:	Signed this 27th day of Pecember , 2001.
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)
	PAUL MANOLAKOS (Typed or printed name)
	, v
	PRESIDENT
	(Title)