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1/29/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ PHONE: (305)599-0839

FAX #: (305)716-0346

MAME: JUANKY SUPERMARKET, CORP.

AUDIT NUMBER..... H98000001946

DOC TYPE..... BASIC AMENDMENT

CERT. OF STATUS. . 0

PAGES..... 2

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** ENTER 'M' FOR MENU. **

ECFINED M9:51

3 JAN 29 M 9:51

8 JAN 29 M 9: 51

N/c Amend

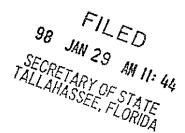
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98 JAN 29 AN II: 44
SECRETARY OF STATE
TALL ALLASSEF FLORIDA

H98000001946

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF





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

FIRST:

ARTICLE 1: Should read as follows:

The name of the Corporation is:

MANOLO SUPERMARKET, CORP.

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

N/A

FOURTI	d: Adoption of Amendment (s)
<u>_x_</u>	The amendment (s) was/were approved by the shareholders. The number of vote cast for the amendment (s) was/were sufficient for approval.
	The amendment (s) was/were approved by the shareholders trough 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
	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.
Prepared	By: THE SOLANO GROUP

782 N.W. LEJUENE RD. #437

MIAMI,FL 33126 (305)441-8125 Signed this 28 day of January, 1998

Signature: National Trender

(By the Chairmen or Vice Chairmen 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)

Manuel E. Fernandez President.