



THE UNITED STATES
CORPORATION
COMPANY

P98000022115

ACCOUNT NO. : 072100000032

REFERENCE : 731017 4807864

AUTHORIZATION : *Patricia Pizut*

COST LIMIT : \$ 35.00

ORDER DATE : March 5, 1998

ORDER TIME : 3:24 PM

ORDER NO. : 731017-010

CUSTOMER NO: 4807864

CUSTOMER: Mr. Dave Kairis
Fishman Merrick Miller Genelly
Suite 2800
125 So. Wacker
Chicago, IL 60606

FILED
 98 MAR 17 PM 4:15
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

5000002460115--0

DOMESTIC AMENDMENT FILING

NAME: PROGRESSIVE FOOD GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

3/18
Stacy L Earnest
Amend

RECEIVED
 98 MAR 17 PM 4:08
 DEPARTMENT OF REVENUE
 TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

RECEIVED

98 MAR 18 PM 1:16

RESUBMIT

Please give original
submission date as file date.

March 18, 1998

CSC
GAIL / STACY
TALLAHASSEE, FL

SUBJECT: PROGRESSIVE FOOD GROUP, INC.
Ref. Number: P98000022115

We have received your document for PROGRESSIVE FOOD GROUP, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

Your document is being returned as requested.

It does not appear that any changes are being made, please review the document and make corrections if necessary.

The document must contain the capacity of the person signing on behalf of the incorporator.

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) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 998A00014524

FILED

98 MAR 17 PM 4:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

ARTICLE I and ARTICLE VI of the Articles of Incorporation of PROGRESSIVE FOOD GROUP, INC. shall be amended to read as follows:

ARTICLE I. NAME

The name of the corporation shall be:

PROGRESSIVE FOOD GROUP, INC.

The address of the principal office of this corporation shall be 1351 Northwest 22nd Street, Pompano Beach, Florida 33069, and the mailing address of the corporation shall be the same.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director. The names and address of the member of the Board of Directors is:

Jonathan S. Lasko

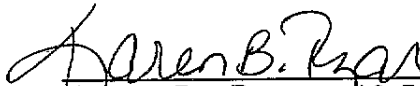
1351 Northwest 22nd Street,
Pompano Beach, Florida 33069

All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on the 17th day of March, 1998.

Corporation Service Compnay



Karen B. Rozar, AS It's Agent
BY: Its Incorporator

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