

P98000022115

LAW OFFICES  
**WOLIN & ROSEN**  
A PROFESSIONAL CORPORATION  
TWO NORTH LASALLE STREET • SUITE 1776  
CHICAGO, ILLINOIS 60602-3791

312/346-3600  
FACSIMILE 312/346-0464

April 30, 1999

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Re: Terrace Food Group, Inc.**

Dear Sir or Madam:

800002870038--5  
-05/10/99--01136--006  
\*\*\*\*105.00 \*\*\*\*\*35.00

Enclosed are the following:

1. Articles of Amendment for Terrace Food Group, Inc.;
2. Articles of Dissolution for Terrace Progressive f/k/a Terrace Food Group, Inc.;
3. Application of Terrace Holdings, Inc., a foreign corporation, to amend its Authorization to Transact Business in Florida, with attached documentation.

Currently, Terrace Food Group, Inc., a Florida corporation, is a shell corporation with no business. By amending its Articles and changing its name to Terrace Progressive, Inc., the name "Terrace Food Group, Inc." will become immediately available. Since it is a shell without any business, we are filing the Articles of Dissolution to dissolve that corporation. Finally, we will file the Application to Amend Authorization of our foreign corporation, Terrace Holdings, Inc., to change its name in Florida to the newly available "Terrace Food Group, Inc.", thus reflecting the name change in Delaware.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

*Adam D. Fishman*  
Adam D. Fishman  
for Wolin & Rosen, Ltd.

FILED  
99 MAY 10 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ADF/bs  
Enclosures  
2245/5882/Florida

rec.  
5/7/99

NIC  
Amend  
5/11/99

SB

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

FILED  
99 MAY 10 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Terrace Food Group, Inc.

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(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 I of the Articles of Incorporation of Terrace Food Group, Inc. is hereby amended to read as follows:

"The name of the corporation is Terrace Progressive, Inc. (the "Corporation")."

**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: April 21, 1999

**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 \_\_\_\_\_,"  
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.

Signed this 21 day of April, 19 99.

Signature

Gerald L. Fishman, Asst Secy  
(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)

Gerald L. Fishman

Typed or printed name

Assistant Secretary

Title